

ANNUAL REPORT 2022-23



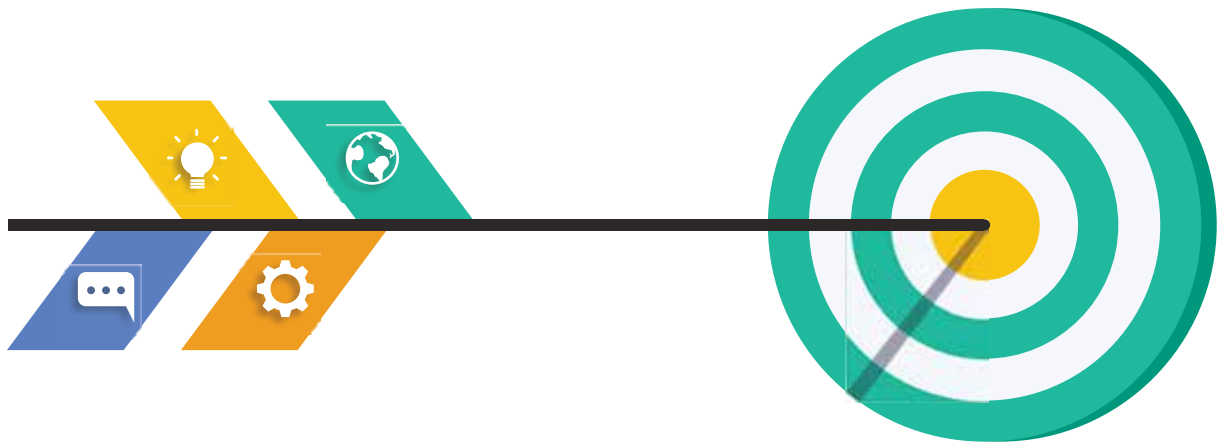
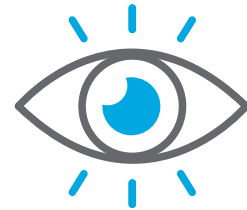
बंगाल गैस कंपनी लिमिटेड
BENGAL GAS COMPANY LIMITED
(A JV Company of GAIL & GCGSCL)





VISION STATEMENT

To be a leading City Gas Distribution Company by keeping our approach ethical, credible, eco - friendly and customer centric, being innovative and a learning organization.



MISSION STATEMENT:

Provide Eco friendly energy solution with innovative technology to create Clean, Green, Safe & Healthy environment with emphasis on high level customer satisfaction.





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Chairman's Message

It gives me immense pleasure to welcome you all at the 4th Annual General Meeting of your Company. I take this opportunity to share with you the performance review of your Company during the year, along with our outlook for further growth.

The current year, like the previous one, continues to be a challenging one for the world energy market. Gas prices rose to new highs during 2022 and remained at above normal levels throughout the year. LNG prices have now moderated. Moderate price level helps in growth and development of gas sector. India continues to be the world's third largest energy consuming country. Natural Gas being the cleanest fossil fuel will continue to play an important role in the energy transition.

The higher gas prices coupled with general cost escalation is posing challenges for your company as it

continues to be in project phase and is sourcing its gas from Durgapur, 200 km away, through mobile cascades to seed the market. The scale of operation also gets limited to a certain extent till supply of Gas commences through pipeline.

Despite this, the revenue from operation increased from Rs. 1 Crore in FY 2021-22 to Rs. 11 Crore during FY 2022-2023. During the FY 2022-23 and till the date of this report, your Company has commissioned 7 more CNG Stations taking their total number to 12. Besides, it has set the target of installing 10 more CNG Stations till 31st March 2024. Further, nearly 55 Kms Steel Pipelines have been laid during the year under review with a further target of laying of 125 Kms till 31st March 2024. Company has also completed 136 Kms of MDPE Pipe line laying till the date of this report with target of 300 Kms

additional pipelaying till 31st March 2024. Your Company has created infrastructure for about 8,000 DPNG connections and commissioning & supply of DPNG is targeted soon. GAIL's Jagdishpur-Haldia-Bokaro-Dhamra Pipeline from Durgapur to Rajarambati section is likely to be commissioned this year. With the availability of pipeline connectivity, BGCL's business is likely to expand at a faster pace in coming years.

Company has tied-up debt of Rs. 2968 Crore with consortium of six banks and loan documents were executed on 01.03.2023. Execution of Sponsor Support Agreement (SSA) is the pre-disbursement condition and is required to be endorsed by both the sponsors. Up to the date of this report, the SSA is under approval at the Sponsors end.

During the year under review, your Company has achieved CAPEX of approximately Rs.365 Crore and thus total CAPEX achieved up to 31.03.2023 stands at Rs 654 Crore. Your Company has also awarded contracts of approximately Rs. 446 crore during the period under review and the total value of awarded contracts and purchase orders till the end of FY 2022-23 is Rs.1891 crore.

I am pleased to share that the company received "NIL" Comments from CAG during the period under review. Further, your company has received a long-term issuer rating of "IND AA-/Stable Outlook" by M/s. India Ratings and Research Private Limited.

I would like to take this opportunity to express my deepest gratitude for the continued support provided to us by various Government departments in execution of our project. Government of West Bengal has notified CGD Policy on 26.07.2023. Pipeline laying permission charges have now been standardised and revised downward enabling CGD entities to build their network. District level monitoring committees have been constituted and it will aid in obtaining permissions from authorities faster. Moreover, PNGRB has shifted the start date of the project to 1st January 2022, and further assured to change the project start date to the date the Jagdishpur-Haldia pipeline is commissioned.

Despite the challenges, your Company posted a healthy growth in the FY2022-23. And this would not have been possible without support from different stakeholders including that of PNGRB, Promoters, Directors, Bankers, valued customers and employees of BGCL.

Finally, I would like to thank each shareholder for the confidence and trust reposed in us. With your support and blessings, I am sure that we will continue to create material, social and environmental wealth and significantly contribute to the economy and the welfare of the society at large.

Sd/-

Sanjay Kumar
Chairman



Board of Directors

(as on 31.03.2023)



Sh. Sanjay Kumar
Chairman (w.e.f. 04.07.2023)



Sh. Rakesh Kumar Jain
Chairman (till 03.07.2023)



Sh. Goutom Chakraborty
Director (till 04.05.2023)



Sh. K. R. M. Rao
Director (till 04.05.2023)



Sh. A. K. Tripathi
Director



Sh. S. Sampath
Director



Sh. Kumar Shanker
Director (till 04.05.2023)



Smt. Sunrita Hazra
Director



Sh. Biswanath Chakrabarti
Director

DIRECTORS*



Sh. Shaligram Mowar
Director (w.e.f. 12.05.2023)



Sh. Supriya Halder
Director (w.e.f. 12.05.2023)



Sh. Sanjay Agarwal
Director (w.e.f. 12.05.2023)

KEY MANAGERIAL PERSONNEL



Sh. Satyabrata Bairagi
Chief Executive Officer



Sh. Arijit Banik
Chief Financial Officer
(w.e.f. 28.01.2023)

COMPANY SECRETARY



Sh. Gyanendra Singh

* Appointed after 01.04.2023

Statutory Auditor:

Vimal & Seksaria, Chartered Accountants,
31st G.C Avenue, 1st Floor, Kolkata-700013

Internal Auditor:

US Agarwal & Associates.,
Chartered Accountants, Kolkata- 700012

Secretarial Auditor:

N.K. & Associates, Company Secretaries,
R. No. 7A, G.C Avenue, Kolkata-700013

Register & Transfer Agent:

MCS Share Transfer Agent Ltd.
F-65, 1st Floor, Okhla Industrial Area,
Phase- I, New Delhi- 110020

Bankers:

State Bank of India,
Salt Lake Branch,
Kolkata-700091

Punjab National Bank,
LCB, United Tower (2nd Floor)
11, Hemanta Basu Sarani,
Kolkata-700001

Registered Office:

BENGAL GAS COMPANY LIMITED

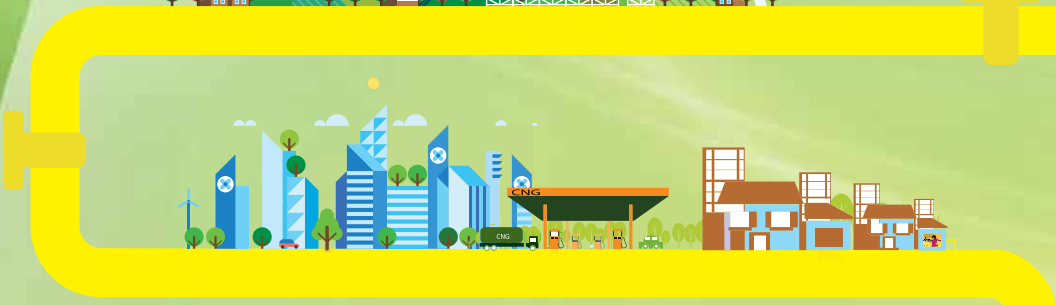
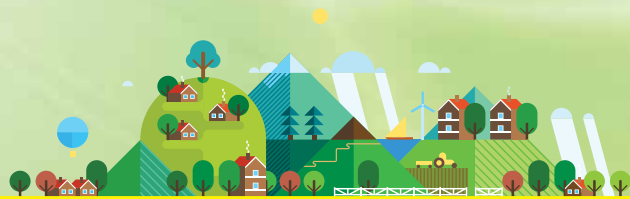
CIN: U40300WB2019GOI229618
1st Floor, Block A, Finance Center,
CBD, Action Area- IIB, New Town,
Kolkata, North 24 Parganas, WB-700161
Email: info@bgcl.co.in
Website: www.bgcl.co.in



Sh. Sanjay Kumar, Chairman, BGCL is being welcomed by Sh. S. Bairagi, CEO, BGCL on 08.07.2023 at BGCL Corporate Office Kolkata.



Directors' Report



Directors' Report

To,

The Members,

Your Directors take pleasure in presenting the 04th Annual Report along with the Audited Accounts of the Company for the Financial Year ended 31st March 2023 together with the Auditors' Report and Comments on the accounts by the Comptroller and Auditor General of India (C&AG).

1. ABOUT COMPANY:

Your Company is a Joint Venture company of GAIL (India) Ltd, a Maharatna Company, and Greater Calcutta Gas Supply Corporation Ltd, (GCGSCL) an Undertaking of West Bengal Government. It is also a subsidiary of GAIL (India) Limited within the meaning of the relevant provisions of the Companies Act 2013.

Company was formed on 04th January 2019 pursuant to the JV agreement signed between GAIL and GCGSCL on 24th July 2018 for undertaking the project to lay, build, operate and expand City Gas Distribution (CGD) networks along with distribution and marketing of Compressed Natural Gas (CNG), Natural Gas, LNG, Auto LPG and any other gaseous fuels in the geographical area of Kolkata GA in the state of West Bengal.

2. ABOUT CGD PROJECT AT KOLKATA GA:

Kolkata GA includes Kolkata Municipal Corporation and parts of adjoining districts of North 24 Parganas, South 24-Parganas, Howrah, Hooghly and Nadia districts. The total area of the GA expands up to 1529 Sq. Km with Population of 1.64 Crore (as per census 2021)

PNGRB vide its letter dated 19th August 2021 has approved amendments in the Terms and Conditions of authorization. Based on the expected revised timeline submitted by GAIL for commissioning of the Jagdishpur-Haldia-Bokaro-Dhamra-Naural Gas Pipeline (JHBDPL) as 31st December 2021, PNGRB has amended the date of start of contract year of the Kolkata GA from 02.02.2016 to 01.01.2022 and therefore the new start date shall be counted from 01.01.2022 and accordingly, the Financial Closure submission period is also shifted. PNGRB has also clarified that since these dates are based on expected commissioning date of JHBDPL, and shall be changed further, accordingly, in case the actual commissioning

date of the natural gas pipeline changes.

Further, the start date for exclusivity period of 300 months in respect of laying building or expending the CGD network and exclusivity period of 60 months for exemption from the purview of common carrier or contract carrier for the subject CGD network is also shifted from 02.02.2016 to 01.01.2022. All other Terms and Conditions of authorization will remain same.

3. BUSINESS PLAN AND PRESENT STATE OF AFFAIRS:

Your company has adopted the revised DFR with following goals for the period from 01.01.2022 to 31.12.2026

Domestic connections	:	12.18 Lacs
CNG Stations	:	90 nos.
Steel Pipeline	:	386.5 Kms.
MDPE Pipeline	:	10962 Kms.
City Gate Station	:	02 nos.
Gas Demand Projections	:	1.72 MMSCMD

The planned CAPEX for the period is Rs.4947.06 Cr which is to be met in debt-to-equity ratio of 60:40.

The progress made by the company so far is as under:

i. CNG Business:

During current Financial Year and till the date of this report, your company has commissioned 5 more CNG stations, and with this, total number of CNG Stations, which are located at the ROs of different OMCs, has increased to 12 which are situated at the following locations:

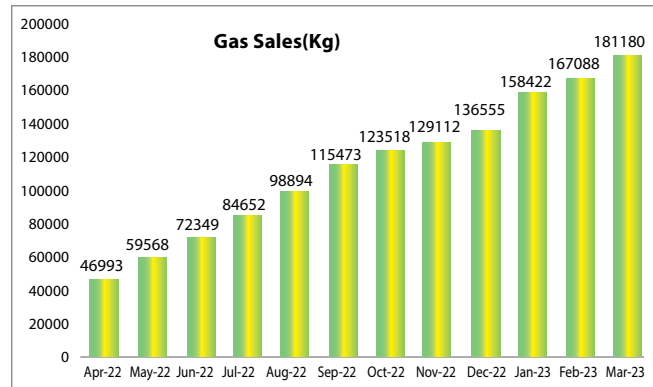
- i. Champion Hub, New Town
- ii. Greenlands, Garia
- iii. Manick Traders, Rajarhat
- iv. Smart RO, New Town
- v. Drive IN, Belgachhia
- vi. LILA Service Station, New Alipore
- vii. WBTC Bus Depot, Kasba
- viii. Carfil Service Center, Kalyani

- ix. Thakurpukur Auto Center, Thakurpukur
- x. RBML Jio BP, Sodepur
- xi. Shanti Service Station, Baidyabati
- xii. Mullick Service Station, Bandel.

Out of the 12 CNG Stations above, 01 CNG Station is Company Owned and Company Operated (COCO) at Kasba, while the rest are operating through the Retail Outlets (Ros) of different Oil Marketing Companies (OMCs).

Presently, company is sourcing gas from GAIL (India) Limited and sellers available at IGX platform, receiving in form of CNG at IOAGPL's (Indian Oil-Adani Gas Pvt. Ltd.) CGS at Burdwan (Panagarh, Durgapur). BGCL has CNG Sale Agreements with Indian Oil Corporation Limited, Bharat Petroleum Corporation Limited, Hindustan Petroleum Corporation Limited, Reliance BP Mobility Limited and WBTC, Transport Department, GoWB. Gas is being transported through mobile cascades and sold through the above ROs of the different OMCs and one COCO station at Govt. Bus depot.

Month wise gas sales during the FY 2022-2023 is presented in the chart below:

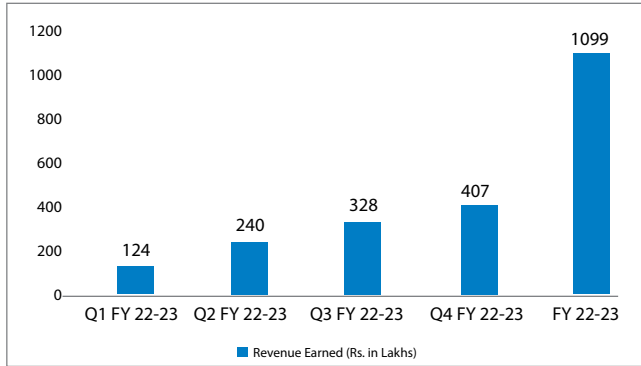


Company has sold 13.74 Lakh Kg (i.e., 1.97 MMSCM) of natural gas during the Financial Year ended on March 31st, 2023, while the corresponding figure during the last year was 1.63 Lakh Kg (ie 0.237 MMSCM) translate in to YoY growth of nearly 743%.

Quarter wise and total Revenue earned during the F.Y. 2022-23 is presented in the table provided below:



Signing of Financial Documents with Consortium of Banks on 01.03.2023



ii. PNG Business:

Your company is yet to commence its PNG operations. However, it has created infrastructure to serve 8000 households, as on date. The company has installed DCU along with associated infrastructure in few societies so that PNG to domestic customer can be started without trunk pipeline connectivity.

4. CGD INFRASTRUCTURE:

Your company has laid around 54.5 Kms. of steel pipeline and has also completed about 136 Kms. of MDPE laying work. During the FY 2022-23 the Company has achieved CAPEX of Rs.364.80 Crores and total CAPEX achieved up to 31.03.2023 is Rs. 653.63 Crore. Your Company has also awarded contracts of approximately Rs.446 crore during the period under review against the total value of awarded contracts / purchase orders of Rs.1891 crore till the end of FY 2022-23.

i. Land Purchases

In addition to 1 no. of hook-up land at Rajarambati and 2 nos. of Mother Station land at New Town and Salap more, your company has purchased another hook-up land at Gayeshpur, Nadia. The land at Gayeshpur will be used for taking tap-off from GAIL's pipeline and installation of metering skid. BGCL is in search of additional lands for development of Mother CNG stations at Hooghly and Nadia/North 24 Parganas districts.

5. FUTURE PLANS:

i. CNG Business :

Your company has plan to commission 10 number of CNG Stations, at the ROs of different OMCs up to 31.03.2024:

- i. Jameco Agencies, Kolkata
- ii. Bombay Service Station, Howrah

- iii. Amar Service Station, B.T Road, N 24 Parganas
- iv. Raibarielly Service Station, Kolkata
- v. Digbijoy Service Station, Kolkata
- vi. Superway Service Station, Kolkata
- vii. B. Dey, Hooghly
- viii. Hariharpur HP Service Station, Gobindapur, S 24 Parganas
- ix. K.C.Paul Service Station, Budge, S 24 Parganas
- x. Popular Auto Service, Kalyani, Nadia

In addition to above, construction activity at 02 (two) sites are under progress for creation of BGCL's own CNG stations (COCO).

Till the date of this report your company has crossed the mile stone of 10,000 Kg/day of CNG. With the commissioning of mother Stations and connectivity with GAILs pipe line, CNG business is likely to grow rapidly in coming days.

ii. PNG Business: Your Company has a plan to start DPNG supply to over 5500 house holds by the end of 31.03.2024. Total 136 Km of MDPE network has been created within Kolkata GA.

Your company has also planned to start laying of MDPE pipeline network in municipal areas and get the infrastructure ready for connecting to main steel pipeline grid once gas is made available. Contract for laying 2400 Km of MDPE pipeline and 1.95 lakh household connections have been awarded.

Further, the company has also the plan to commence commercial and Industrial PNG supply once BGCL have the connectivity of trunk pipe line source within its GA.

iii. CGD Infrastructure

Your company has an ambitious plan of adding additional 125 Km of steel pipeline in FY 2023-24 out of which 25Km of laying has been completed. Total 350 Km of steel pipeline laying contract has been awarded in 6 different areas and work is going on.

GAIL's Jagdishpur-Haldia-Bokaro-Dhamra Pipeline from Durgapur to Rajarambati section is likely to be commissioned by the end this Calendar year. With the availability of pipeline connectivity, BGCL's operation is likely to expand at a faster pace in coming years.

Government of West Bengal has notified CGD Policy on

26.07.2023. Pipeline laying permission charges have been standardised and revised downward enabling CGD entities to build their network. District level monitoring committees have been constructed and will aid in obtaining permissions from authorities at a much lesser time. With the new CGD policy the CGD infrastructure development will get a further boost.

Your company is committed to work on following for providing the sustainable growth & reasonable return to stakeholders:-

→ **Commitment to a better tomorrow:**

Your Company is committed to ensure the safe and uninterrupted supply of natural gas through our extensive CGD network to deliver PNG and CNG to the customers for our GAs.

→ **Extensive supply & distribution network:**

Your Company is committed to build extensive supply & distribution network to ensure reliable and consistent gas supply to cater to the needs of essential sectors.

→ **Diversified sourcing strategy:**

Your Company has tie-up with multiple suppliers through a combination of spot and term contracts. This allows us to ensure a steady supply to meet the requirements of customers in the Transport Sector.

6. FINANCIAL PERFORMANCE:

The Financial Results for the period starting from 01st April 2022 to 31st March 2023 are summarized below:

Financial Results:

Particulars	01 st April 2022 to 31 st March 2023 (In Lakh)	01 st April 2021 to 31 st March 2022 (In Lakh)
Revenue from Operations	1098.73	101.94
Other Income	291.02	111.76
Total Income	1389.75	213.70
Expenses		
Gas Cost	1480.23	130.88
Employees benefit expenses	495.27	362.40
Depreciation & Amortization Expenses	142.20	43.97
Other Expenses	788.73	254.56
Total Expenses	2906.43	791.81
Profit/(Loss) before Tax	(1516.68)	(578.11)
Tax Expense		
Current Tax	-	
Deferred Tax	427.28	195.61
Profit/(Loss) for the year	(1089.40)	(382.50)



Review meeting at BGCL by Sh. Ayush Gupta, Director HR, GAIL (India) Ltd on 07.01.2023

7. TRANSFER TO RESERVES & DECLARATION OF DIVIDEND

Your company does not propose to transfer any amount to General Reserves nor recommended any Dividend during the FY 2022-23.

8. CREDIT RATING:

During the year under review, your company has received a long-term issuer rating of "IND AA-/Stable Outlook" by M/s. India Ratings and Research Private Limited.

9. SHARE CAPITAL

i. Authorized Capital:

There was no change in the Authorized Share Capital of the company which remains Rs. 2000.00 Crores.

ii. Issued, Subscribed and Paid-up share Capital:

As per Clause 10 of the Articles of Association, Company by way of capital calls, has increased its issued, subscribed and paid-up share capital on the following occasions, by issuing fully paid equity shares, on par, ranking pari-passu, in all respect with the existing equity shares of the company:

On 22nd June 2022, company issued 33, 50,00,000 equity shares of Rs. 10/- each and on 15th September 2022 issued 10,36,50,000 equity shares of Rs. 10/- each on par to GAIL (India) Limited.

After these allotments, paid-up share capital of the company, as on close of the Financial Year, increased to Rs.497,72,00,000/- from Rs. 259,07,00,000 as earlier.

10. FINANCIAL TIE UP:

Project Cost for first 5 years of the Project has been approved by Board for Rs. 4,947.06 Crores which is to be funded through Debt-Equity Ratio of 60:40, i.e., Debt of Rs. 2,968.24 Crores and Equity of Rs. 1,978.82 Crores. Financial tie up against debt amount of Rs2968.24 Crore has been achieved with execution of Loan documents with consortium of six banks on 01.03.2023. The consortium of six banks are: Punjab National Bank, UCO Bank, Axis Bank, Union Bank of India, Canara Bank and Indian Bank. Further, PNB has been appointed as Lead bank for the proposed consortium.

Interim disbursement of Rs155.87 Crore has been availed during the Financial Year 2022-23 based on individual documentation with PNB. This is proposed to be subsumed in the loan facility of PNB, upon execution



ERDMP Mock drill (Offsite) held on 22.11.2022 at Champion hub

of the Financial documentation of consortium. As such, Loan amount of Rs 155.87 Crore is outstanding as on the date of Balance Sheet.

The execution of Sponsor Support Agreement (SSA) is the pre disbursement condition by both the sponsors for starting disbursement from consortium banks. Up to the date of this report, the SSA is under approval at the Sponsors end.

11. SUBSIDIARY STATUS OF COMPANY:

Shareholding of GAIL (India) Ltd being more than 51% your company is a subsidiary of GAIL (India) Ltd, within the meaning of Section 2(87) of the Companies Act 2013 and hence a Government Company as per Section 2(45) of the Companies Act 2013.

Company has not issued any shares, details of which is required to be disclosed under Rule 4(4), 8(13) and 12(9) of the Companies (Share Capital and Debenture Rules) 2014.

12. EXTRACT OF ANNUAL RETURN UNDER SECTION 92(3) OF THE COMPANIES ACT, 2013

Pursuant to the Companies (Management and Administration) Amendment Rules, 2020, Companies are not required to attach the Extract of the Annual Return with the Directors' Report in Form No. MGT-9, in case the web link of such Annual Return has been disclosed in the Board's Report in accordance with Section 92(3) of the Companies Act, 2013.

A copy of the Annual Return is placed on the website of your Company at https://bgcl.co.in/pdf/Draft-Annual%20Return-Form_MGT_7.pdf

13. BOARD MEETINGS AND ATTENDANCE

Board Meetings are convened by giving appropriate advance notice. Resolutions are also passed by way of circulation in case of urgency. Detailed agenda notes are circulated in advance to the Board members for facilitating meaningful and informed decisions.

During the period from 01st April 2022 to 31st March 2023, Ten (10) Board Meetings were held. Details of the Board Meetings and participation of Directors are provided at the Report on Corporate Governance section of this report.

14. AUDIT COMMITTEE MEETINGS AND ATTENDANCE

During the period from 01st April 2022 to 31st March 2023, Six (06) Audit Committee Meetings were held. Details of the Meetings of the Audit Committee and participation of Directors are provided at the Report on Corporate Governance section of this report.

Being a Joint Venture Company, Rule 4 of the Companies (Appointment and Qualification of Directors) Rules 2014 were not applicable to BGCL and accordingly, it was not required to appoint Independent Directors nor constitute Committees of the Board as per Rule 6 of the Cos. (Meetings of Board and its Powers) Second Amendment Rules, 2017 effective from 13.07.2017.

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 185 or SECTION 186 OF THE COMPANIES ACT 2013:

Your Company has not provided any Loans & Advances or has given any Guarantee or provided security falling under the purview of Section 185 and/or Section 186 of the Companies Act, 2013.

16. DEPOSITS

Company has not invited/accepted any Deposits falling within the purview of Section 73 read with Companies (Acceptance of Deposits) Rules, 2014, during the Financial Year ended 31st March 2023.

17. PARTICULARS OF CONTRACTS, TRANSACTIONS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the Financial Year with Related Parties were in the ordinary course of business and on an arm's length basis. Relevant information on all the Related Party Transactions in Form AOC-2 is provided as **Annexure-A** to the Boards' Report.

18. BOARD COMPOSITION

Your company is a Joint Venture and hence composition of the Board is determined as per the Joint Venture agreement and Articles of Association of the company. As



CNG Station at Kasba (COCO) , BGCL

per Clause 149 of the Articles of the company each party is entitled to nominate a Director on the Board of the Company for every 24% of the share capital held by them.

As on close of the FY 2022-2023, the Board of your company consists of eight (08) Nominee Directors who are nominated by the Promoters.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review Chief Financial Officer of the company Sh. Pratul Kumar Ray superannuated and Sh. Arijit Banik was appointed as Chief Financial Officer w.e.f. 28th January 2023.

Further, Sh. Gyanendra Singh was appointed Company Secretary w.e.f. 04th March 2023 on Fixed Term basis for three years.

i. Changes between the Close of Financial Year till the date of this Report:

Chairman & Nominee Director of the company, Sh. R.K. Jain, ceased to be on the Board of the company w.e.f.

the closing hours of 03rd July 2023. Sh. Sanjay Kumar was appointed Chairman & Nominee Director w.e.f. 04th July 2023 in his place pursuant to the nomination received from GAIL (India) Limited.

GAIL further nominated Sh. Shaligram Mowar, Sh. Supriya Halder and Sh. Sanjay Agarwal on the Board of the company who were appointed as Directors w.e.f. 12th May 2023 in place of Sh. K.R.M Rao, Sh. Goutom Chakraborty and Sh. Kumar Shanker, Nominee Directors of the company.

ii. Retirement by Rotation:

Sh. Atul Kumar Tripathi (DIN No. 08531893) and Sh. S. Sampath (DIN No.09531549) are the Directors who are retiring by rotation, in terms of Section 152(6) of the Companies Act 2013 read with Clause 162 of the Articles of Association of the company, and being eligible, will be re-appointed.

iii. Key Managerial Personnel:

Following Executives, deputed by their parent organizations, are Key Managerial Personnel:

Sl. No.	Name (Sh.)	Designation	Parent Organization	From	To
1	S. Bairagi	CEO	GAIL(India) Ltd.	28.01.2019	Cont.
2	Arijit Banik	CFO	GAIL(India) Ltd.	28.01.2023	Cont.
3	Pralay Patra	Head (O & M)	GAIL(India) Ltd.	01.02.2022	Cont.
4	Sandip Mondal	Head (Project)	GAIL(India) Ltd.	26.11.2021	Cont.
5	Bhuban Sonowal	Head (C& P)	GAIL(India) Ltd.	01.07.2022	Cont.
6	T K De	Head (HR)	GAIL(India) Ltd.	21.05.2019	Cont.
7	P K Biswas	Head (Mktg.& Comm.)	GAIL(India) Ltd.	28.01.2019	31.03.2023
8	P P Ghosh	Head (Corporate Affairs & Co-ordination)	GCGSCL	29.05.2019	Cont.

iv. Functional Heads:

Sh. Jayant Roy, Head (C & P) was repatriated to the parent organization on 26th July 2022 due to his superannuation during the month and Sh. Bhuban Sonowal joined at his place as Head (C & P). After end of the Financial Year, Sh. Biswajit Debbarma joined as Head (Marketing & Commercial) w.e.f. 01.04.2023 in place of P.K. Biswas who was repatriated to the parent organization.

20. AUDITS

i. Statutory Auditor:

M/s. VIMAL & SEKSARIA, Chartered Accountants, (Firm Reg. No. 319194E) were appointed as Statutory Auditors of the Company for the Financial Year 2022-2023 by the Comptroller and Auditor General of India (C&AG) vide its letter dated 29th August 2022.

Auditors' Report and C & AG Comments:

The Auditors' Report does not contain any qualification or adverse remark. Notes to Accounts and Auditor's remarks in their report are self-explanatory and do not call for any further comments.

C&AG has conducted a supplementary audit under Section 143(6)(a) of the Companies Act 2013 and has made no observation or reservation.

The Report given by the Statutory Auditors and 'Nil' report provided by the C & AG on the Financial Statements for financial year 2022-23 forms part of the Annual Report.

ii. Cost Audit

Company doesn't meet the threshold criteria specified in Section 148 of the Companies Act 2013, hence is not required to maintain Cost Records and/or appoint a Cost Auditor as required under Companies (Cost records and Audit) Rules, 2014.

iii. Secretarial Audit

Pursuant to the Section 204 of the Companies Act, 2013, Secretarial Audit of your company for the F.Y. 2022-2023 was conducted by M/S. N.K. & Associates, CoP No. 3725, Practicing Company Secretaries.

The Secretarial Audit Report confirming compliance by Practicing Company Secretary in Form MR-3 (**Annexure-B**) is attached which contains the following remarks/observation:

Auditor's Remark:

"-----Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc.....except certain requirement as per DPE Guidelines; and has not obtained certificate required under Clause 8.2.1."

Reply:

BGCL being a Joint Venture company, is exempt from the requirement of constituting Audit & Nomination and Remuneration Committee of the Board as per Rule 6 of the Cos. (Meetings of Board and its Powers) Rules, 2014 {as amended w.e.f. 13.07.2017} Further, Rule 4 of the Cos. (Appointment and Qualification of Directors) Rules, 2014 exempts Joint Venture companies from the requirement of appointing



Independent Directors. However, company is taking necessary steps to comply with these requirements as a Good Corporate Governance practice.

iv. Internal Audit

The Internal Audit function is carried out by reputed external professional firm of Chartered Accountants. U S Agarwal & Associates, Chartered Accountants, Kolkata 700012, has conducted internal audit of the company for the Financial Year 2022-23.

21. ANNUAL EVALUATION OF BOARD

MCA vide its notification dated 5th June 2015 has exempted Government companies from the requirements of the clause (e) & the clause (p) of Sub-section (3) of Section 134 of the Companies Act 2013.

However, performance of Nominee Directors of the company are reviewed by the Holding company.

22. SECRETARIAL STANDARDS

Company has complied with the requirements of Secretarial Standards (SS-1 & SS-2) issued, under Section 118(10) of the Companies Act 2013, by the Institute of Company Secretaries of India.

23. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions relating to CSR, were not applicable to your company during the F.Y 2022-2023.

24. SIGNIFICANT ORDER, MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no significant and material orders passed by any Regulators or Courts or Tribunal impacting the going concern status and future operations of the company. Further there



Projects activities at various sites

have been no other material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

There has been no change in the nature of business carried on by the Company.

25. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has provided a gender friendly workplace with equal opportunity for men and women. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is in force to provide protection against sexual harassment of women at workplace and for the prevention and redressal of complaints therewith or incidental thereto. During the year 2022-23, no complaint of sexual harassment was received by the Company.

26. HEALTH, SAFETY AND ENVIRONMENT (HSE)

Your Company believes that safety of its workforce and all its stakeholders is of critical importance to its functioning and success. In accordance with Company's HSE Policy and the guidelines issued by the Petroleum and Natural Gas Regulatory Board (PNGRB) from time to time, Your Company has implemented a robust HSE Management System to promote highest level of Safety and Health amongst its stakeholders and to ensure loss control during the implementation of the CGD activities. As a commitment towards safety, Your Company has formulated Emergency Response and Disaster Management Plan (ERDMP) and same has got certification from PNGRB accredited independent third party agency. Employees and outsourced resources are encouraged to adopt safe working habits and behaviour to create positive HSE culture within the organization and report instances of unsafe practises adopted at any level of operation.

27. INTERNAL FINANCIAL CONTROL SYSTEMS

Internal controls are the mechanism, rules, and procedures implemented by a company to ensure the integrity of financial and accounting information, promote accountability, and prevent fraud. Company has adopted C & P Procedure and has

a documented Delegation of Powers manual. Internal Audit is conducted by a firm of independent professionals and report is brought to the knowledge of Audit Committee. Promoter Audit is also conducted at periodic intervals. Policy matters are dealt with Board and procedural aspect of business is taken care by the CEO. BGCL's internal control measures are commensurate with the size and the nature of its operations.

28. RISK MANAGEMENT

Company has adopted a comprehensive Risk Management Policy which is approved by the Board of Directors. Nodal Risk Officer receives information about all possible risk events from Head of Departments and checks the relevance of the risk with respect to the organization. The Officer compares all new risks with the existing repository within the risk register and makes the necessary changes within the register with approval from CEO.

29. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

- a) Your Company has always been taking proper steps for the conservation of the energy keeping in mind the fact regarding the scarcity of energy in the Country.
- b) Your Company has always been trying to keep itself technologically updated from time to time.
- c) There was no foreign exchange earnings and outgo during the year under review.

30. RIGHT TO INFORMATION ACT, 2005

Your Company adheres to the requirements of the Right to Information Act, 2005 and has designated a Central Public Information Officer and First Appellate Authority under the Act.

No queries, received by the company during the financial year 2022-23, are pending as on close of the Financial Year.

31. CODE OF CONDUCT

Pursuant to the requirements DPE Guidelines on Corporate Governance, the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the F.Y. ending 31st March 2023.



32. VIGIL MECHANISM

Chief Vigilance Officer of GAIL (India) Limited has been entrusted to look after vigilance function of BGCL. Accordingly, your company complies with the periodic reporting required under vigilance mechanism. The Company has a Whistle Blower Policy whereby stakeholders can raise concerns to the competent authority in case they observe any unethical behaviour and corrupt practices. Necessary safeguards for the protection of the whistle blowers from reprisals or victimization is also ensured.

To ensure transparency, equity and competitiveness in public procurement, your company has adopted Integrity Pact (IP) in its tenders having estimated value 1 Crore and above. For implementation of IP, your company has appointed Independent External Monitors (IEM) as per recommendation given by Central Vigilance Commission (CVC).

33. DIRECTORS RESPONSIBILITY STATEMENT

As required under Clause (c) of Sub-section (3) of Section 134 of Companies Act, 2013, the Directors, to the best of their knowledge and belief, state that:

- a) in the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and

of the profit and loss of the Company for that period;

- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) the Directors had prepared the annual accounts on a going concern basis; and
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors take this opportunity to express their deep gratitude for the help and support provided by the promoters viz., GAIL and GCGSCL in building up the Company by providing continuous support and assistance as a mentor to the company.

BGCL is also grateful to the Officials of central/state Govts., regulatory bodies and other statutory authorities for their continued support.

Your Directors also thank all the shareholders, business partners, bankers and other stakeholders for reposing their faith, trust and confidence in your Company.

Last not least, your Directors appreciate the commitment of company's employees towards creating a mutually rewarding future for all stakeholders.

For and on behalf of Board of Directors,

Sd/-

Sanjay Kumar
Chairman
(DIN: 08346704)

Place: New Delhi
Date: 12.09.2023

Management Discussion and Analysis

Global Outlook:

The current year, like the previous one, continues to be a challenging one for the world energy market. Gas prices rose to new highs during 2022 and remained at above normal levels throughout the year. LNG prices have now moderated. Moderate price level helps in growth and development of gas sector. India continues to be the world's third largest energy consuming country. Natural Gas being the cleanest fossil fuel will continue to play an important role in the energy transition.

In the context of India, the future of oil and gas remains bright with several policy measures taken to boost natural gas and Prime Minister's vision to transition India to a gas-based economy. At the India Energy Week held at Bengaluru from 6th to 8th February, 2023, the role of the energy sector in setting the direction of future of the 21st century world was highlighted. The strategy for boosting the energy sector emphasized four major verticals - increasing domestic exploration & production, diversifying the supply, expanding fuels like biofuel, ethanol, compressed biogas & solar and de-carbonization via electric vehicles and hydrogen. Increasing the consumption of Natural Gas in the primary energy mix from 6% to 15% by 2030 was also a focus area and to support this, the needed infrastructure under 'One Nation One Grid' was the charted direction. On the regulatory front, there have been several initiatives undertaken by the Government, Ministry of Petroleum and Natural Gas (MoP&NG), Petroleum and Natural Gas Regulatory Board (PNGRB), for furthering the use of gas in India and building a robust gas-based economy. PNGRB has amended "Determination of Natural Gas Pipeline Tariff Regulations" to incorporate the regulations pertaining to Unified Tariff for Natural Gas pipelines with a mission of "One Nation, One Grid and One tariff". The reform will specially benefit the consumers located far from source of natural gas and also increase the gas utilization in the country.

Domestic Outlook:

Indian Gas Consumption has declined by 4.5% in FY 2023 (165 MMSCMD in FY 2022-23 from 176 MMSCMD in FY 2021-22) mainly on Account of High Gas Price.

Consumption of Natural Gas across Various Sectors (% wise) is depicted in the following table:-

Sector	2019-2020	2020-2021	2021-2022	2022-2023
Fertilizer	28.52	31.70	29.4	33.05
City Gas Distribution	19.26	16.40	19.8	20.49
Power	19.61	19.30	16.5	13.89
Refinery	13.78	14.10	8.6	6.66
Petrochemicals	6.31	5.50	4.7	3.34
Others	12.52	13.0	21.0	22.58

(Source-PPAC)

It can be clearly seen from the table that there is a shift in the consumption pattern among the top three anchor consumers. While fertilizer industry continues to be the major consumer of Natural Gas, CGD Sector has now surpassed the Power Sector. to become the second largest consumer of Natural Gas. Natural Gas demand for CGD sector is expected to rise steadily due to the addition of gas networks in new cities as a result of the 11 and 11A bidding round, economic and increased use of PNG in domestic, industrial and commercial sectors.

The Government of India has put strong emphasis on the expansion of CGD network coverage across the country to ensure the supply of cleaner fuel, PNG to households, industrial and commercial units, and as well as transportation fuel CNG to vehicles.

Also, it should be noted that number of CNG vehicles have been experiencing a strong growth. Demand for alternative fuel vehicles in India is on the upswing and clearly seen in the increasing sales of CNG-powered vehicles. Given the favourable price arbitrage of CNG versus petrol and diesel, retail sales of CNG vehicles, across four sub-segments, crossed the 650,000-unit mark for the first time in a fiscal in FY2023. Cumulative sales of 660,153 units (see data table below) translate into strong double-digit YoY growth of 46% (FY2022: 451,552 units).

CNG passenger vehicles (PVs), with 318,752 units, account for 48% of the total retail sales in FY 2023 and surged by 40.71% year on year (FY 2022: 226,547 units) and took an 8.80% share of overall retail sales of 36,20,039 PVs in India.

This growth can be attributed to the numerous advantages of CNG over traditional fuels, such as lower emissions, lower fuel costs, and increased engine life.



Despite the competition from electric vehicles, CNG still has a promising future.

Your Company, is also steadily moving ahead in CNG business in Kolkata GA. This focus on green gas bodes well for your Company.

CGD Outlook:

Natural Gas demand for CGD sector is expected to rise steadily due to future bidding rounds, economic and increased use of PNG in domestic, industrial and commercial sectors. Also, it should be noted that number of CNG vehicles have been experiencing a strong growth. India is planning a network of Liquefied Natural Gas (LNG) fueling stations along its 6,000-km-long Golden Quadrilateral Highways, a move that would encourage thousands of truckers to switch to the cleaner fuel from polluting diesel.

India has made rapid strides in city gas distribution buoyed by the rising awareness of the use of clean energy, various policy measures to promote natural gas and the Government of India's objective to transition to a gas-based economy. The increase in natural gas demand in CGD may also be attributable to Gol policy initiative of allocating domestic gas to CGDs.

Natural gas is expected to be the fastest growing clean fuel, in sync with the government's aim of developing a gas-based economy. Currently, around 20000 Kms long Natural Gas pipeline network is operational in the country. Further, an additional 15,000 Kms pipelines on the National Gas Grid are at various stages of development. This would ensure easy availability of natural gas across all regions while also potentially helping to achieve uniform economic and social progress. After completion of 11A CGD bidding round, 295 Geographical Areas (GAs) covering about 98% of the population and 88% of total geographical area of the country, spread over around 630 districts in 28 States/UTs, have been covered under the CGD network.

Today India is having around 5800 CNG stations with plans to take this number to 8,000 in the next two years. The number of PNG (piped natural gas) connections has also crossed One Crore.

The Geographical Area of your company's GA is 1529

Sq. Km, with Population @ 1.64 Crores (Census as per year 2011). Your company is yet to commence its PNG operations in the absence of an uninterrupted gas supply through trunk pipeline. However, it has already created infrastructure to serve 8000 households. Your company has plans to start DPNG supply to over 5500 Households in FY2023-24. The company has installed DCU along with associated infrastructure in a few societies so that PNG to domestic customer shall be started without trunk pipeline connectivity.

Opportunities:

Increasing natural gas in the power sector will also help scale-up renewable energy to 450 GW by 2030. A series of policy initiatives in the last two years, including open access to the pipeline network, launch of a gas exchange and marketing reforms, stand testimony to the government's commitment to move towards cleaner fuels.

Investments in infrastructure will crucially enable this transition. According to the Minister of Petroleum and Natural Gas, an estimated \$60 billion will be invested for developing "One Nation One Gas Grid". Pipeline length will double over the next few years to exceed 32,000 km. In addition, City Gas Distribution (CGD) currently supplies to 7 million customers and is expected to expand. Natural Gas share in primary energy mix is expected to grow at a CAGR of 7.2%, taking its current share of 6% to 15% by 2030, which in absolute terms will mean, nearly 474 MMSCMD.

The Geographical Area of your company's is 1529 Sq. Km with Population @ 1.64 Crores (Census as per year 2011). So, there is ample opportunity to expand Domestic PNG connections. The potential of CNG market in the GA is abundant, even in last three years, the no of registered CNG vehicles in the GA is approximate 2000 Nos. The total common public Transport means (Bus & Omni Buses) with Diesel run vehicles as on date in the GA is approximately 2.65 Lakh in nos, so your company is planning to facilitate for ensuring sustainable and easily available of CNG in the GA to replace Fossil fuel by clean fuel.

Your company has already tied up with WBTC a State Transport Unit under Govt of West Bengal for CNG sales and also in the advanced stage of CNG sales Agreement

with the State Transport Unit (STU) like North Bengal State Transport Corporation (NBSTC) & South Bengal State Transport Corporation (SBSTC). Your company is also in contact with some major Industrial and Commercial entities with the close vicinity of pipeline network.

Challenges:

Another key issue faced by the country is in terms of gas supply at affordable price. It is worthwhile to note that maintaining gas supply at a reasonable price is crucial, given the fact that the Indian market is price sensitive. For a country that imports 50 per cent of its gas supplies, had a very little control over the price volatility in international market.

The main challenge before your Company, at present, is to sustain its operations in absence of the trunk pipeline, JHBDPL which was supposed to reach by end of previous calendar year. Higher gas price coupled with general cost escalation is posing challenges for the Company as it continues to be in project phase and sourcing its gas through mobile cascades from 200 kms away to seed the market. Further, due to constraint of bringing gas through cascades the scale of operation gets limited to a certain extent because in the absence of truck pipe line connectivity. Further, the company has also the plan to commence commercial and Industrial PNG supply once BGCL have the connectivity of trunk pipeline source within its GA.

Risk Management:

Company has adopted a comprehensive Risk Management Policy which is approved by the Board of Directors. Nodal Risk Officer receives information about all possible risk events from Head of Departments and checks the relevance of the risk with respect to the organization. The Officer compares all new risks with the existing repository within the risk register and makes the necessary changes within the register with approval from CEO.

Financial Performance:

During the year under review, revenue from operations, of your Company, has increased from 1.02 Crore in FY 2021-22 to 10.99 Crore in FY 2022-23. During the year under review, your Company has achieved CAPEX of Rs.364.80 Crore and thus total CAPEX achieved up to 31.03.2023 stands at Rs 653.63 Crore

Shareholders 'Fund:

During the year under review, paid-up share capital of the company increased from Rs. 259.07 Cr to Rs. 497.72 Cr. because of infusion of Equity share capital by Gail (India) Ltd.

Health, Safety and Environment:

Your Company believes that safety of its workforce and all its stakeholders is of critical importance to its functioning and success. In accordance with Company's HSE Policy and the guidelines issued by the Petroleum and Natural Gas Regulatory Board (PNGRB) from time to time, Your Company has implemented a robust HSE Management System to promote highest level of Safety and Health amongst its stakeholders and to ensure loss control during the implementation of the CGD activities. Your Company has formulated Emergency Response and Disaster Management Plan (ERDMP) and same has got certification from PNGRB accredited independent third party agency. Your Company has also nominated a Director for ensuring compliances of ERDMP guidelines. Employees and outsourced resources are encouraged to adopt safe working habits and behaviour to create positive HSE culture within the organization and report instances of unsafe practices adopted at any level of operation.

Human Resource:

Your Company is run by the employees who are deputed from the promoter organizations and are guided by the rules and regulations of the promoter organizations. Recruitment process was carried out in FY 2022-23 for engagement of personnel on Fixed Term Employment (FTE) for various functions & various level. As on the date of reporting, Nine employees have joined on Fixed Term basis.

CAUTIONARY STATEMENT

Statements in the Board's Report and Management Discussion & Analysis, describing the Company's objectives, strategies, projections and estimates, expectations, etc. may be "forward looking statements" and progressive within the meaning of the applicable laws and regulations. By their nature, forward-looking statements are based on assumptions and are subject to



inherent risks and uncertainties that could cause actual results to differ from the expectations. Critical factors that could influence the Company’s operations include domestic demand and supply conditions, changes in Government regulations/tax laws etc. Since the factors underlying these assumptions are subject to change over time, the estimates on which they are based, are also likely to change accordingly. These forward-looking statements represent only your Company’s current intentions, beliefs

and expectations. Your Company assumes no obligation to revise or update any forward-looking statement, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on the forward-looking statements.

References:

1. “Vision 2030” Report by Industry Group to PNGRB
2. ‘Hydrocarbon Vision 2025’ Report



Visit of Sh. Sandeep Kumar Gupta, Chairman & Managing Director Gail (India) Limited.

Report on Corporate Governance

Company's Philosophy:

Your company's philosophy on Corporate Governance encompasses, within its ambit, both social and institutional aspects and is based on the principles of transparency, accountability, disclosure and integrity. Your company is committed to maximize long-term stakeholders value by adopting sustainable business practices and complying with the laws in letter and spirit.

Board of Directors:

Your company being a Joint Venture of GAIL (India) Ltd and Greater Calcutta Gas Supply Corporation Ltd (the Promoters), is having Directors on the Board of the company who are nominated by the GAIL and the

CGCSCL from time to time as agreed between the parties in the Joint Venture Agreement (JVA) and hold the office at the pleasure of the respective parties until they are removed by them.

As per Clause 149 of the Articles of Association, Board of the company would consist of not less than 4 and not more than 15 Directors. Further, for every 24% of share capital held by a party, such party shall be entitled to nominate One (1) Director.

As on close of the Financial Year 2022-2023 the Board of your company consists of eight (8) Non-Executive Directors who are nominated by the Promoters. The details of the participation by the Directors at the Board Meetings are provided hereunder:

Director's Name	Designation	Total Nos. of Board Meetings	Attendance at Board Meetings	AGM Attendance	Other Directorships
Sh. R K Jain	Chairman	10	10	Yes	04
Smt. Sunrita Hazra	Director	10	06	Yes	04
Sh. Goutom Chakraborty	Director	10	09	Yes	1
Sh. Biswanath Chakrabarti	Director	10	10	Yes	02
Sh. KRM Rao	Director	10	10	Yes	1
Sh. A K Tripathi	Director	10	09	Yes	1
Sh. S. Sampth	Director	10	10	Yes	Nil
Sh. Kumar Shanker	Director	10	07	Yes	Nil

Further, following changes happened after the close of the Financial Year:

Sh. Sanjay Kumar was appointed as Nominee Director and Chairman of the company w.e.f. 04th July 2023 in place of Sh. R.K. Jain.

Sh. Supriya Halder, Sh. Shaligram Mowar and Sh. Sanjay Agarwal were appointed as Nominee Director w.e.f. 12th May 2023 in place of Sh. K.R.M Rao, Sh. Goutom Chakraborty and Sh. Kumar Shanker.

Further, your company has appointed Women Director as required under the Companies Act 2013.

Board Meetings:

Board Meetings are held at prescribed intervals, after giving at least seven days' notice, as prescribed in the statute(s).

During the year under review, total Ten (10) Board

Meetings were held on 25.04.2022, 22.06.2022, 04.07.2022, 28.07.2022, 22.08.2022, 15.09.2022, 28.10.2022, 03.01.2023, 27.01.2023 and 01.03.2023. The level of participation by the Directors is provided as under:

Sl. No.	Date of Board Meeting	Board Strength	Directors' Participation
16 th	25.04.2022	08	07
17 th	22.06.2022	08	07
18 th	04.07.2022	08	08
19 th	28.07.2022	08	07
20 th	22.08.2022	08	07
21 st	15.09.2022	08	07
22 nd	28.10.2022	08	07
23 rd	03.01.2023	08	07
24 th	27.01.2023	08	06
25 th	01.03.2023	08	08

Committee(s) of Board of Directors:

Audit Committee:

Your company has constituted Audit Committee consisting of Non-Executive Directors. Six (06) meetings of the Committee were held during the year after giving proper notice, as under:

Date of Meeting	No. of Members entitled to Attend	No. of Members actually attended
24.04.2022	04	04
04.07.2022	04	04
28.07.2022	04	04
23.09.2022	04	04
28.10.2022	04	03
27.01.2023	04	03

Note: Your company, being a Joint Venture company, was exempt from the requirement of constituting Audit & Nomination and Remuneration Committee of the Board as per Rule 6 of the Cos. (Meetings of Board and its Powers) Rules, 2014 {as amended w.e.f. 13.07.2017} read with Rule 4 of the Cos. (Appointment and Qualification of Directors) Rules, 2014

2. Provisions of Section 135 of the Companies Act 2013, relating to CSR, are not applicable to the company, hence CSR Committee has not been constituted.

Other Committee(s):

Committee of Directors:

Board has constituted a Committee of Directors (CoD). Committee consists of 04 members of the Board including Chairman. All the members including Chairman are the Non-Executive Directors. The main function of the Committee is to expedite the activities relating to Contract and Procurement by approving them, if the same falls within the powers of the Committee or otherwise, recommending to the Board approval.

Five (05) meetings of the CoD were held during the year on 22.04.2022, 10.06.2022, 27.09.2022, 02.12.2022 and 28.02.2023. Decisions are taken by the majority of Directors.

Remuneration to Directors:

Your company is having Non-Executive Directors on the Board, who are nominated by the parties to the JVA. Your company doesn't pay any remuneration or sitting fee to any of the Directors.

General Meetings:

Details of the Annual General Meetings:

No.	Date	Venue	Any Special Resolution
02 nd	29.09.2021	Registered Office of the Company	Under Section 62(3) of the Companies Act 2013
03 rd	27.09.2022	1 st Floor, Block A, Finance Centre, AA-CBD, IIB, Newtown, Kolkata-700161	None
04 th	29.09.2023	1 st Floor, Block A, Finance Centre, AA-CBD, IIB, Newtown, Kolkata-700161	None

Details of the 4th Annual General Meeting:

Date : 29.09.2023

Time : 04.30 PM

Venue : Registered Office: 1st Floor, Block A, Finance Centre, CBD, AA-IIB Newtown, Kolkata-700161

Audit and Auditors:

For the Fourth successive year, there is no audit qualification in the report of the Statutory Auditors on the accounts of the Company for the year ended 31st March 2023.

C & AG has, also, provided a "Nil" report for this F.Y.

Secretarial Audit:

The Company has carried out the Secretarial Audit for the year under review which forms part of the Annual Report.

Shareholding:

Shareholding Pattern of the company is as under:

No.	As on 31.03.2022	As on 31.03.2023
GAIL (India) Ltd	77.2%	88.13%
GCGSCL, Kolkata	22.8%	11.87%

Means of Communication:

Company has a website <https://bgcl.co.in> where all the information relating to the interest of various stakeholders are webhosted from time to time.

Annexure-A

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with Related Parties referred to in sub-section (1) of section 188 of the Companies Act,2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangement or transactions not at arm's length basis: NIL
2. Details of contracts or arrangement or transactions at arm's length basis:

a) Name(s) of the related party and nature of relationship	GAIL (India) Ltd / Holding Company and Greater Calcutta Gas Supply Corporation Ltd / Associate Company
b) Nature of contracts/ arrangements/ transactions	Nature of Transactions with GAIL : <ol style="list-style-type: none"> 1. Deputation of Employees. 2. Purchase of Natural Gas. 3. Payment of Charges for Transmission and Compression of Gas. 4. Reimbursement of Expenses relating to facilities availed during the year. Nature of Transactions with GCGSCL : <ol style="list-style-type: none"> 1. Deputation of Employee.
c) Duration of the contracts / arrangements/transactions	01.04.2022-31.03.2023
d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Ordinary Course and Arm's Length Basis. Value as disclosed in the notes to the Annual Accounts
e) Date(s) of approval by the Board, if any:	Not Applicable as transactions were in the nature of Ordinary Course of Business and on Arm's Length basis.
f) Amount paid as advances, if any	Nil

For and on behalf of Board of Directors,

Sd/-

Sanjay Kumar
Chairman
(DIN: 08346704)

Place: New Delhi
Date: 12.09.2023



SECRETARIAL AUDITORS' REPORT



Annexure-B

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Bengal Gas Company Limited
Kolkata

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bengal Gas Company Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder are not applicable as the company is an unlisted public company.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the company during the Audit period);
- (v) The Company being an unlisted public company, the following Regulations and Guidelines prescribed by the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company during the Financial Year:
 - a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
 - f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.
 - g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.
 - h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

We have also examined compliance with the applicable clauses of the following:

- (i) The Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 (DPE Guidelines)
- (iii) Petroleum and Natural Gas Regulatory Board Act, 2006 and the rules made thereunder.
- (iv) The Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local natural gas Distribution Network) Regulations, 2018

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except certain requirement as per DPE Guidelines and has also not obtained Certificate required under clause 8.2.1.

We further report that,

The Company has filed all the requisite information to the Registrar of Companies/ Ministry of Corporate Affairs, by filing appropriate e-forms within the stipulated time, except, few e-form which was filed delay with additional fees. However, the above should be regarded as compliance under Section 403 of the Companies Act, 2013.

Adequate notice is given to all directors to schedule the

Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except in cases where the meeting was called at a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there has been some specific events or actions having a major bearing on the Company's affair in pursuance of the Companies Act 2013, rules and regulations:

- (i) During the year Company has allotted, 238650000 (Twenty three crores eighty six lakhs fifty Thousand) equity shares of Rs.10/- each at par and the allotment details are as follows:
- a. In the board meeting held on 22nd June, 2022, 135000000 (Thirteen crores fifty lakhs) number of shares were allotted.
- b. In the board meeting held on 15th September, 2022, 103650000 (Ten crores thirty six lakhs fifty thousand) number of shares were allotted.
- (ii) Interim Disbursement of Loan at 8.81% of Rs.230.53 crore out of total loan forecasting of Rs. 2968.24 crores.
- (iii) Approval for sanction received from Consortium Banks for the required debt of Rs. 2968.24 crores.

**For N. K & Associates
Company Secretaries**

**Navin Kothari
Proprietor**

**FCS No. 5935 C P No.: 3725
UDIN: F005935E000881491
Peer Review No.: 1384/2021**

**Place: Kolkata
Date: 28.08.2023**

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A and forms an integral part of this report.

'Annexure A'

To,

The Members

BENGAL GAS COMPANY LIMITED

Kolkata

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion. Further, due to current pandemic situation we had limited scope of audit.
3. In view of financial records and books of accounts being subjected to audit by the Statutory Auditor and C&AG Auditor and relying on the reports submitted by the above agencies from time to time, We have not separately verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For N. K & Associates
Company Secretaries**

**Navin Kothari
Proprietor**

FCS No. 5935 C P No.: 3725

UDIN: F005935E000881491

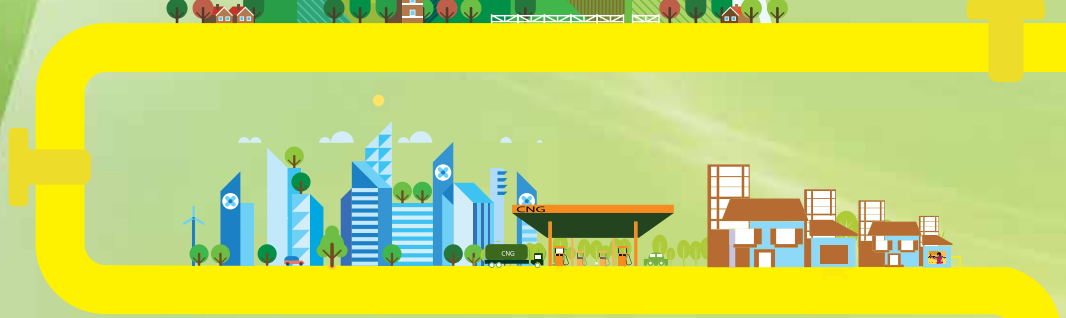
Peer Review No.: 1384/2021

Place: Kolkata

Date: 28.08.2023



INDEPENDENT AUDITORS' REPORT



INDEPENDENT AUDITORS' REPORT

To the Members of

BENGAL GAS COMPANY LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **BENGAL GAS COMPANY LIMITED ("the Company")** which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023 and the Loss and other comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Financial Statements and Auditors Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to the Board's Report, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant



to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misinterpretations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expression our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements

of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of sub - section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **Annexure - A**, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, based on our audit we report that :
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit ;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books ;
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account ;
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ;
 - e) Pursuant to the Notification No. GSR 463 (E) dated 05th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of sub section (2) of Section 164 of the Companies Act, 2013 are not applicable to the Company, being a Government Company ;
 - f) Pursuant to Notification No. GSR 463 (E) dated 05th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of section 197 of the Companies Act, 2013, are not applicable to the Company, being a Government Company ;
 - g) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure - B**" ;
 - h) As required by section 143 (5) of the Companies Act, 2013, our comments with regard to directions and additional directions issued by the Comptroller and Auditor General of India is given in "**Annexure - C**" ;
 - i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company does not have any pending litigations as at March, 31, 2023 which would impact its financial position.
 - ii. In our opinion and as per the information and explanations provided to us, the Company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or accounting standards, for material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2023.
 - v. a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in



the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including

foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. No Dividend has been declared or paid by the company during the year.

Dated : 03/05/2023
Place : Kolkata

For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]

Ritesh Vimal
Partner
[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph (1) of the Independent Auditors' Report of even date to the members of **BENGAL GAS COMPANY LIMITED** on the Financial Statements as at 31st March 2023 and for the year ended on that date]

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company is maintaining proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deed of the immovable property (other than the property where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not revalued its Property, Plant and Equipment (including Right of Use Assets) and Intangible Assets during the year. Accordingly, the provisions of Clause 3(i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) (a) According to the information and explanations given to us, having regard to the nature of the inventory of Compressed Natural Gas, the management has followed a policy for estimation of quantity of Compressed Natural Gas which is based on volume of cascades containing the Compressed Natural Gas considering the standard temperature and pressure.
- According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the coverage and procedure of such verification by the management is appropriate.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that the company has not been sanctioned working capital limits in excess of Rs. 5 Crores in aggregate at any point of time during the year from banks or financial institutions on the basis of security of Current Assets. Accordingly, the provisions of Clause 3(ii)(b) of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that during the year, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clause 3(iii) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act are applicable. Accordingly, the provisions of clause 3(iv) of the Order are not applicable to the Company.
- (v) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that the Company has not accepted any deposits or amounts which are deemed to be deposits. Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under sub - section (1) of Section 148 of the Act for the Company. Accordingly, the provisions of clause 3(vi) of the Order are not applicable to the Company.



- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company is regular in depositing the undisputed statutory dues including Goods and Services Tax, Provident Fund, Employee State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other Statutory Dues, as applicable, to the appropriate authorities. There are no undisputed statutory dues as at the last day of the year which have been outstanding for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, there are no statutory dues referred to in sub clause (a) which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that there are no transactions which are not recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable to the Company.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the company has not defaulted in repayments of loans and borrowings or in the payment of interest thereon to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under Companies Act, 2013) during the year ended 31st March 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under Companies Act, 2013) during the year ended 31st March 2023. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of Clause 3(x)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the company has made rights issue of shares and the provisions of section 62 of the Companies Act, 2013 have been duly complied with and the funds have been used for the purposes for which the funds were raised.
- (xi) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that no fraud by the company or fraud on the company has been noticed or reported during the year
- (b) No report under sub – section (12) of section 143 of the Companies Act, 2013 is required to be filed by us in Form ADT – 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that no whistle blower complaints have been received during the year by the company.
- (xii) The company is not a Nidhi Company. Accordingly, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us and on the basis of our examination of the records

of the Company, we report that all transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) (a) The company has an internal audit system, which in our opinion, is commensurate with the size and nature of its business.
- (b) The report of the Internal Auditors for the period under audit has been considered by us.
- (xv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the Company has not entered into any non - cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- (xvi) According to the information and explanations given to us and on the basis of our examination of the records, the Company is not required to be registered under Section 45 – IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.
- (xvii) The Company has incurred cash loss of Rs.1,376.59 Lacs in the financial year and Rs. 709.63 Lacs in the immediately preceding financial year.
- (xviii) There has been no resignation of statutory auditors during the year. Accordingly, the provisions of Clause 3(xviii) of the Order are not applicable to the Company.
- (xix) According to the information and explanations

given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and Management, and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liability existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the provisions of section 135 of the Companies Act, 2013 are not applicable to the company. Accordingly, the provisions of Clause 3(xx) of the Order are not applicable to the Company.
- (xxi) According to the information and explanations given to us and on the basis of our examination of the records, we report that the company does not have any Subsidiaries, Joint Venture or Associate Companies. Accordingly, the provisions of Clause 3(xxii) of the Order are not applicable to the Company.

For VIMAL & SEKSARIA

Chartered Accountants

[Firm Registration No. : 319194 E]

Ritesh Vimal

Partner

[Membership No. : 061327]

UDIN : 23061327BGXSVG5020

Dated : 03/05/2023

Place : Kolkata

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 (g) of the Independent Auditor's Report of even date to the members of **BENGAL GAS COMPANY LIMITED** on the Financial Statements for the year ended March 31, 2023

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub - section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of **BENGAL GAS COMPANY LIMITED ('the Company')** as of 31st March 2023 in conjunction with our audit of the IND AS financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan

and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the criteria for internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For VIMAL & SEKSARIA

Chartered Accountants

[Firm Registration No. : 319194 E]

Ritesh Vimal

Partner

[Membership No. : 061327]

UDIN : 23061327BGXSVG5020

Dated : 03/05/2023

Place : Kolkata

ANNEXURE - C TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 (h) of the Independent Auditor's Report of even date to the members of **BENGAL GAS COMPANY LIMITED** on the Financial Statements for the year ended March 31, 2023

Replies to the Directions issued to Statutory Auditors under Section 143 (5) of the Companies Act, 2013

S. No.	Point	Reply
1	Whether the company has system in place to process all the accounting transactions through IT system ? If yes, the implications of processing of accounting transactions outside the IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	On the basis of the information and explanation given to us and on the basis of our examination of the records we report that, the Company has been using Tally ERP 9 for its accounting transactions. No accounting transactions are processed out of the IT system hence there is no adverse financial implication on the integrity of the accounts.
2	Whether there is any restructuring of an existing loan or cases of waiver / write off of debts / loans / interest etc. made by a lender to the company due to the company's inability to repay the loan ? If yes, the financial impact may be stated. Whether such cases are properly accounted for ? (In case, lender is a government company).	On the basis of the information and explanation given to us and on the basis of our examination of the records we report that, the company has not taken any loan from any government company hence this clause regarding restructuring of loan or case of waiver / write off of debts / loans / interest etc is not applicable.
3	Whether funds (grants / subsidy etc) received / receivable for specific schemes from Central / State Government or its agencies were properly accounted for / utilized as per its term and conditions ? List the cases of deviation.	On the basis of the information and explanation given to us and on the basis of our examination of the records of the Company, we report that no funds have been received or are receivable for specific schemes from Central / State Government or its agencies.

For VIMAL & SEKSARIA

Chartered Accountants

[Firm Registration No. : 319194 E]

Ritesh Vimal

Partner

[Membership No. : 061327]

UDIN : 23061327BGXSVG5020

Dated : 03/05/2023

Place : Kolkata

Financial Statements



BENGAL GAS COMPANY LIMITED

(A Subsidiary of GAIL (India) Ltd.)

Balance Sheet as at 31st March 2023

(₹ in Lakh)

Particulars	Notes	As at 31 st March 2023	As at 31 st March 2022
ASSETS			
Non Current Assets			
(a) Property, Plant and Equipment	2	4,480.42	1,264.82
(b) Capital Work In Progress	3	59,038.65	26,144.34
(c) Other Intangible Assets	2A	0.15	0.27
(d) Right to Use Assets	2B	1,075.39	940.79
(e) Deferred Tax Assets (Net)	4	622.89	195.61
(f) Other Non-Current Assets	5	472.00	472.00
Total Non Current Assets		65,689.49	29,017.82
Current Assets			
(a) Inventories	6	8.92	1.94
(b) Financial assets			
(i) Trade Receivables	7	46.71	15.27
(ii) Cash and Cash equivalents	8	1,268.41	6,465.75
(iii) Bank Balances other than (ii) above	9	1,591.44	1,562.09
(iv) Other Financial Assets	10	269.32	46.60
(c) Current Tax Assets (Net)	11	39.60	40.73
(d) Other Current Assets	12	171.31	41.31
Total Current Assets		3,395.69	8,173.69
Total Assets		69,085.18	37,191.51
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	13	49,772.00	25,907.00
(b) Other Equity	14	(1,967.38)	(875.87)
Total equity		47,804.62	25,031.13
Liabilities			
Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	15,586.93	-
(ii) Lease Liabilities	16	97.64	28.52
Total Non Current Liabilities		15,684.57	28.52
Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	17	78.84	-
(ii) Trade Payables			
- Dues of Micro and Small Enterprises	18	-	-
- Other than Micro and Small Enterprises	18	392.50	164.38
(ii) Other Financial Liabilities	19	4,906.77	11,911.87
(b) Other Current Liabilities	20	120.42	46.14
(c) Provisions	21	97.46	9.47
Total Current Liabilities		5,596.00	12,131.86
Total Equity and Liabilities		69,085.18	37,191.51

The accompanying notes forming part of the financial statements

This is the Balance Sheet referred to in our report of even date

For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]



Sd/-
Ritesh Vimal
Partner
[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

Dated : 03.05.2023
Place: Kolkata

Sd/-
(G. Singh)
CS
PAN - COKPS6727L

Sd/-
(Sunrita Hazra)
Director
DIN - 3087356

Sd/-
(Arijit Banik)
CFO
PAN - AFYPB3722R

For and on behalf of Board

Sd/-
(S.Bairagi)
CEO
PAN - ABIPB7009H

Sd/-
(R K Jain)
Chairman
DIN - 8788595

BENGAL GAS COMPANY LIMITED

(A Subsidiary of GAIL (India) Ltd.)

Statement of Profit and Loss for the year ended 31st March 2023

(₹ in Lakh)

Particulars	Notes	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
I Income			
Revenue from Operations	22	1098.73	101.94
Other Income	23	291.02	111.77
Total Income		1389.75	213.70
II Expenses			
Purchase of Stock In Trade	24	1,343.02	119.57
Changes in Inventories of Stock in Trade	25	(6.98)	(1.58)
Excise Duty	26	144.19	12.89
Employee Benefit Expenses	27	409.36	335.20
Finance Cost	28	6.04	0.58
Depreciation and Amortisation Expenses	2	142.20	43.97
Other Expenses	29	868.59	281.18
Total Expenses		2,906.43	791.81
III Profit / (Loss) Before Tax		(1,516.68)	(578.11)
IV Tax Expense			
Current Tax		-	-
Deferred Tax		427.28	195.61
V Profit / (Loss) for the year		(1,089.40)	(382.50)
VI Other Comprehensive Income		-	-
VII Total Comprehensive Income / (Expense) for the year		(1,089.40)	(382.50)
VIII Earnings / (Loss) per equity share (In Rupees) : (Face value of share of ₹ 10 each)			
Basic		(0.26)	(0.31)
Diluted		(0.26)	(0.31)

The accompanying notes forming part of the financial statements
This is the Statement of Profit & Loss referred to in our report of even date



For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]

Sd/-
Ritesh Vimal
Partner

[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

Dated : 03.05.2023
Place: Kolkata

Sd/-
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For and on behalf of Board

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CEO
PAN - ABIPB7009H

Sd/-
(R K Jain)
Chairman
DIN - 8788595

BENGAL GAS COMPANY LIMITED

(A Subsidiary of GAIL (India) Ltd.)

Statement of Cash Flows for the year ended 31st March 2023

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
A. Cash Flow from Operating activities:		
Profit / (Loss) before Tax	(1,516.68)	(578.11)
Adjustments for		
Depreciation	142.20	43.97
Finance Cost	6.04	0.58
Interest Income	(149.91)	(111.77)
Operating profit before working capital changes	(1,518.35)	(645.33)
Adjustments for (increase)/decrease in working capital		
Other Financial Assets	(222.72)	(23.01)
Inventories	(6.98)	(1.58)
Trade Receivables	(31.43)	(15.07)
Other Current Assets	(130.00)	927.84
Trade Payables	228.12	7,328.44
Other Financial Liabilities	(7,005.10)	1,857.03
Other Current Liabilities	74.28	15.73
Provisions	88.00	9.27
Cash generated from operations	(8,524.18)	9,453.33
Income Tax paid	1.13	(3.59)
Net cash generated from operating activities	(8,523.05)	9,449.74
B. Cash Flow from Investing activities:		
Purchase of Fixed Assets	(3,321.95)	(774.32)
Leasehold Land	-	(914.83)
Expenses on Capital Work In Progress	(32,801.27)	(22,073.86)
Fixed Deposit	(29.34)	812.49
Interest Received	149.91	111.77
Net cash flow from investing activities	(36,002.65)	(22,838.76)
C. Cash Flow from Financing activities:		
Finance Cost	(6.04)	(0.58)
Lease Liability Paid	(115.42)	-
Net Proceeds from Issue of Shares	23,862.89	18,231.51
Long Term Borrowing during the period	15,586.93	-
Net cash from financing activities	39,328.36	18,230.93
Net increase/(decrease) in cash and cash equivalents	(5,197.34)	4,841.91
Cash and cash equivalents at the beginning of the period	6,465.75	1,623.84
Cash and cash equivalents at the end of the period	1,268.41	6,465.75
Cash and cash equivalents comprises of		
Balance with Banks		
Balance in Bank Accounts	1,066.09	111.78
Cash in Hand	0.60	-
Fixed Deposits with original maturity of less than 3 months	201.72	6,353.96
	1,268.41	6,465.75

The accompanying notes forming part of the financial statements
This is the Cash Flow Statement referred to in our report of even date

For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]



Sd/-
Ritesh Vimal
Partner

[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

Dated : 03.05.2023
Place: Kolkata

Sd/-
(G. Singh)
CS
PAN - COKP56727L

Sd/-
(Sunrita Hazra)
Director
DIN - 3087356

Sd/-
(Arijit Banik)
CFO
PAN - AFYPB3722R

Sd/-
(S.Bairagi)
CEO
PAN - ABIPB7009H

Sd/-
(R K Jain)
Chairman
DIN - 8788595

For and on behalf of Board

BENGAL GAS COMPANY LIMITED

(A Subsidiary of GAIL (India) Ltd.)

Statement of Changes in Equity for the year ended 31st March 2023

A) Equity Share Capital

For the year ended 31st March 2023

(₹ in Lakh)

Balance at the 1 st April, 2022	Change in Equity Share Capital due to prior period error	Restated balance at the 1 st April 2022	Changes in Equity Share Capital during the year	Balance as at 31 st March 2023
25,907.00	-	-	23,865.00	49,772.00

For the year ended 31st March 2022

(₹ in Lakh)

Balance at the 1 st April, 2021	Change in Equity Share Capital due to prior period error	Restated balance at the 1 st April 2021	Changes in Equity Share Capital during the year	Balance as at 31 st March 2022
5,000.00	-	-	20,907.00	25,907.00

B) Other Equity

For the year ended 31st March 2023

(₹ in Lakh)

Particulars	Shares Application Money Pending allotment	Equity Component of Compound financial instruments	Reserves and Surplus			Other items of Other Comprehensive Income	Total
			Capital Reserve	Securities Premium	Retained Earnings		
Balance at the 01 st April 2022	-	-	-	-	(875.87)	-	(875.87)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting year	-	-	-	-	-	-	-
Total Comprehensive Income for the year ended 31 st March 2023	-	-	-	-	(1,089.40)	-	(1,089.40)
Dividends	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-	-	-
Share Issue Expenses	-	-	-	-	(2.11)	-	(2.11)
Any other change - Issue of Shares	-	-	-	-	-	-	-
Balance as at 31 st March 2023	-	-	-	-	(1,967.38)	-	(1,967.38)

For the year ended 31st March 2022

(₹ in Lakh)

Particulars	Shares Application Money Pending allotment	Equity Component of Compound financial instruments	Reserves and Surplus			Other items of Other Comprehensive Income	Total
			Capital Reserve	Securities Premium	Retained Earnings		
Balance at the 01 st April 2021	-	-	-	-	(317.88)	-	(317.88)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting year	-	-	-	-	-	-	-
Total Comprehensive Income for the year ended 31 st March 2022	-	-	-	-	(382.50)	-	(382.50)
Dividends	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-	-	-



Particulars	Shares Application Money Pending allotment	Equity Component of Compound financial instruments	Reserves and Surplus			Other items of Other Comprehensive Income	Total
			Capital Reserve	Securities Premium	Retained Earnings		
Share Issue Expenses	-	-	-	-	(175.49)		(175.49)
Any other change - Receipt of Share Application	-	-	-	-	-	-	-
Balance as at 31 st March 2022	-	-	-	-	(875.87)	-	(875.87)

The accompanying notes forming part of the financial statements

This is the Statement of Changes in Equity referred to in our report of even date



For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]

Sd/-
Ritesh Vimal
Partner

[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

Dated : 03.05.2023
Place: Kolkata

Sd/-
(G. Singh)
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PAN - COKPS6727L

Sd/-
(Sunrita Hazra)
Director
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Sd/-
(Arijit Banik)
CFO
PAN - AFYPB3722R

For and on behalf of Board

Sd/-
(S.Bairagi)
CEO
PAN - ABIPB7009H

Sd/-
(R K Jain)
Chairman
DIN - 8788595

BENGAL GAS COMPANY LIMITED

Notes forming part of the Financial Statements for the year ended 31st March 2023

1 A. Corporate Information and Significant Accounting Policies

Corporate Information / Company Overview

Bengal Gas Company Limited ("BGCL" or the company) is a limited company domiciled in India and was incorporated on 4th January 2019. The Company is a subsidiary of GAIL (India) Limited, a Government of India undertaking and is formed as a Joint Venture with Greater Calcutta Gas Supply Corporation Limited (GCGSCL), a Government of West Bengal Enterprise. As on 31st March 2023, GAIL (India) Ltd. is holding 88 % and Greater Calcutta Gas Supply Corporation Limited is holding 12 % in BGCL. The registered office of the company is located at 4th Floor, Block B, Finance Centre CBD, Action Area - II B, New Town, Kolkata, West Bengal – 700 156. The company has been incorporated to develop City Gas Distribution (CGD) network in Kolkata and parts of adjoining districts of North 24 Parganas, South 24 Parganas, Howrah, Hooghly and Nadia to cater to gas supply to customers in the domestic, transport, and commercial sectors.

The financial Statements of the Company were authorized for issue in accordance with a resolution of the Board of Directors on 03rd May 2023.

Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared as a going concern on accrual basis of accounting.

All the Indian Accounting Standards issued under section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs (MCA) under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorized have been considered in preparation of these Financial Statements.

The company has adopted historical cost basis for assets and liabilities except for certain items which have been measured on a different basis and such basis is disclosed in the relevant accounting policy. The Company's

Financial Statement is presented in Indian Rupees (INR), which is also its functional currency and all values are rounded to the nearest Lakhs (up to two decimals) except when otherwise stated.

Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III (Division II) to the Companies Act, 2013. As the operating cycle cannot be identified in normal course due to special nature of industry, the Company has ascertained its operating cycle as twelve months for the purpose of current and non current classification of assets and liabilities.

Accounting Policies

1.1 Property Plant and Equipment (PPE)

a) Tangible Assets

- (i) Property, Plant and Equipment are stated at original cost net of recoverable taxes, trade discounts and rebates less accumulated depreciation/ amortization and cumulative impairment losses (if any). Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use. In the case of commissioned assets where final payment to the Contractors is pending, capitalization is made on provisional basis, including provisional liability pending approval of Competent Authority, subject to necessary adjustment in cost and depreciation in the year of settlement.
- (ii) Stores & Stores which meet the definition of PPE (whether as component or otherwise) and satisfy the recognition criteria, are capitalized as PPE in the underlying asset. Major inspection / overhaul / repair is recognized in the carrying amount of respective assets as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.
- (iii) Technical know-how / license fee incurred at the time of procurement of PPE are capitalised as a part of the underlying asset.



b) Intangible Assets

Intangible assets like Right of Use (RoU), Software, Licenses which are expected to provide future enduring economic benefits are capitalized as Intangible Assets and are stated at their cost of acquisition less accumulated amortization and any accumulated impairment loss.

1.2 Capital Work In Progress

- (a) The capital work in progress includes Construction Stores including Material in Transit / Equipment / Services, etc. received at site for use in the projects. The Construction Stores are valued at weighted average method.
- (b) All revenue expenses incurred during Construction Period, which are exclusively attributable to acquisition / construction of the asset, are capitalized at the time of commissioning of such assets.
- (c) Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.
- (d) Development costs of products are charged to the Statement of Profit and Loss unless a product's technological feasibility has been established, in which case such expenditure is capitalised.

1.3 Foreign Currency Transaction

- (a) Functional Currency of the Company is Indian Rupee (INR).
- (b) Transactions in foreign currency are initially accounted at the exchange rate prevailing on the transaction date.
- (c) Monetary items (such as Cash, Receivables, Loans, Payables, etc.) denominated in foreign currencies, outstanding at the year end, are translated at exchange rates (BC Selling Rate for Payables and TT Buying Rate for Receivables) prevailing at year end.
- (d) Non-monetary items (such as Investments, Property plant and equipment, etc.), denominated in foreign currencies are accounted at the exchange rate prevailing on the date of transactions.
- (e) Any gains or loss arising on account of exchange difference either on settlement or on translation is adjusted in the Statement of Profit & Loss.

- (f) Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognized in line with the gain or loss of the item arising on determination of fair value of such item, either in other comprehensive income or the Statement of Profit and Loss as the case maybe.

1.4 Borrowing Cost

Borrowing Costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

1.5 Inventories

Stock in Trade of Compressed Natural Gas (CNG) is valued at cost on First in First out (FIFO) basis or net realizable value, whichever is lower.

1.6 Revenue Recognition

- (a) Revenue is recognized to depict the transfer of control of promised goods or services to customers upon the satisfaction of performance obligation under the contract in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Consideration includes contributions by customers towards assets over which Company has control.
- (b) Insurance claims (if any) are accounted for on the basis of claims admitted by the insurers.
- (c) Claims (including interest on delayed realization from customers) are accounted for, when there is significant certainty that the claims are realizable.

1.7 Depreciation / Amortization

(a) Tangible Assets

Depreciation on Tangible PPE is provided in accordance with the manner and useful life as specified in Schedule II of the Companies Act, 2013, on straight line method (SLM) on pro-rata basis (monthly pro-rata for bought out assets).

(b) Intangible Assets

- (i) Intangible assets comprising software and licenses are amortized on Straight Line Method (SLM) over the useful life from the date of capitalization which is considered not exceeding five years.

Right of Use (RoU) having indefinite life (for which there is no foreseeable limit to the period over which they are expected to generate net cash flows given the fact that these rights can be used even after the life of the respective asset) are not amortised but are tested for impairment annually.

- (ii) After impairment of assets, if any, depreciation is provided on the revised carrying amount of assets over its remaining useful life.

1.8 Employee Benefits

- (a) All short-term employee benefits are recognized at the undiscounted amount in the accounting period in which they are incurred.
- (b) The Company's contribution to the Provident Fund is remitted to the regulatory authorities based on a fixed percentage of the eligible employee's salary and debited to Statement of Profit and Loss /CWIP. Both the employees and the Company make monthly contributions to the Provident Fund Plan equal to a specified percentage of the covered employee's salary.
- (c) The employees of the company are also provided on deputation from Parent companies. Claims raised by the parent companies in respect of such employees deputed to the company is considered as an employee benefit.
- (d) No Long-Term Employment obligations are envisaged to the company hence the same has not been considered.

1.9 Impairment of Non – Financial Assets

The Carrying amount of cash generating unit are reviewed at each reporting date. In case there is any indication of impairment based on Internal / External factors, impairment loss is recognized wherever the carrying amount of asset exceeds its recoverable amount.

1.10 Provision, Contingent Liabilities, Contingent Assets and Capital Commitments

- (a) Provisions involving substantial degree of estimation

in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities/assets in each case are disclosed by way of notes to accounts except when there is remote possibility of settlement/realization.

- (b) Estimated amount of contracts remaining to be executed on capital accounts are disclosed each case above Rs. 5 lacs.

1.11 Taxes on Income

- (a) Provision for current tax is made as per the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period.
- (b) Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes considering the tax rate and tax laws that have been enacted or substantively enacted as on the reporting date. Deferred Tax Asset is recognized when it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilized. The carrying amount of deferred tax assets is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

1.12 Cash and Cash Equivalents

Cash and cash equivalents consist of cash at bank and in hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

1.13 Segment Reporting

Presently the company has only one operating and reporting segment i.e. City Gas Distribution Network which is based on the information reported to the chief operating decision maker (CODM) in accordance with the requirements of Indian Accounting Standard 108 – "Operating Segment Reporting", notified under the Companies (Indian Accounting Standards) Rules, 2015.



1.14 Earnings Per Share

Basic earnings per equity share are computed by dividing the net profit after tax attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by dividing adjusted net profit after tax by the aggregate of weighted average number of equity shares and dilutive potential equity shares during the year.

1.15 Leases

The Company assesses at contract inception whether a contract is, or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(a) Company as a Lessee (Assets taken on lease)

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of use assets representing the right to use the underlying assets.

i) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate.

ii) Determination of discount rate as a lessee

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease.

iii) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

iv) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of Property, Plant and Equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term or another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

(b) Company as a Lessor (Assets given on lease)

When the company acts as lessor, it determines at the lease commencement whether lease is finance lease or operating lease. Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease except where another systematic basis is more representative of the time pattern of the benefit derived from the asset given on lease. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the

lessee. Amounts due from lessees under finance leases are recorded as receivables and finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

(c) Lease Land

Land having lease term of 70 years and above are accounted for as finance leases which are recognised at upfront premium paid for the lease and the present value of the lease rent obligation. The corresponding liability is recognised as a finance lease obligation. Land having lease term of below 70 years are treated as operating leases.

1.16 Liquidated Damages / Price Reduction Schedule

Amount recovered towards Liquidated Damages / Price Reduction Schedule are adjusted / appropriated as and when the matter is settled.

1.17 Cash Flow Statement

Cash Flow statement is prepared in accordance with the indirect method prescribed in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.

1.18 Fair Value Measurement

The Company measures financial instruments including derivatives and specific investments (other than subsidiary, joint venture and associates), at fair value at each balance sheet date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics

and risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.19 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial Assets

(i) Classification

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through Statement of Profit and Loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

(ii) Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Statement of Profit and Loss, transaction costs that are attributable to the acquisition of the financial asset.

(iii) Subsequent measurement

For purposes of subsequent measurement financial assets are classified in below categories:

- Financial assets carried at amortised cost

A financial asset other than derivatives and specific investments, is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- Financial assets at fair value through other comprehensive income

A financial asset other than derivatives comprising specific investment is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and



interest on the principal amount outstanding.

- Financial assets at fair value through Statement of Profit and Loss

A financial asset comprising derivatives which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Derecognition

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

(v) Impairment of other financial assets

The Company assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss on the financial assets that are trade receivables or contract revenue receivables and all lease receivables etc.

(b) Financial Liabilities

(i) Classification

The Company classifies all financial liabilities as subsequently measured at amortized cost, except for financial liabilities at fair value through Statement of Profit and Loss.

(ii) Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings.

(iii) Subsequent measurement

The measurement of financial liabilities depends on their classification as described below :-

- Financial assets carried at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

The EIR amortization is included as finance costs in the Statement of Profit and Loss.

- Financial liabilities at fair value through Statement of Profit & Loss

Financial liabilities at fair value through Statement of Profit and Loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through Statement of Profit and Loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category comprises derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the Statement of Profit and Loss.

(iv) Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

(c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

1 B Significant Accounting Judgements, Estimates and Assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, accompanying disclosures, contingent liabilities/assets at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are

believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require adjustment to the carrying amount of assets or liabilities affected in future periods.

In particular, the Company has identified the areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

1 Judgements

In the process of applying the Company's accounting policies, management has made the judgements, which have the most significant effect on the amounts recognized in the financial statements:

1.1 Contingencies

Contingent liabilities and assets which may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involve the exercise of significant judgements and the use of estimates regarding the outcome of future events.

2. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company determines its assumptions and estimates on parameters available when the financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

2.1 Impairment of non - financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

2.2 Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2.3 Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgements in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

BENGAL GAS COMPANY LIMITED

(A Subsidiary of GAIL (India) Ltd.)

Notes forming part of the Financial Statements for the year ended 31st March 2023**2. Property, Plant & Equipment****Property, Plant & Equipment for the year ended 31st March 2023**

(₹ in Lakh)

Particulars	Gross Block				Depreciation				Net Block
	As at 01 st April 2022	Additions during the year	Sale / disposals during the year	As at 31 st March 2023	As at 01 st April 2022	For the year	Sale / disposals during the year	As at 31 st March 2023	As at 31 st March 2023
Tangible Assets									
Land	41.13	1,597.58	-	1,638.71	-	-	-	-	1,638.71
Plant and Machinery	1,212.38	1,439.02	-	2,651.40	29.36	70.00	-	99.36	2,552.04
Furniture & Fixture	12.10	200.91	-	213.01	2.97	12.82	-	15.79	197.22
Computers & Peripherals	45.29	50.87	-	96.16	25.56	19.50	-	45.06	51.10
Office Equipments	12.57	33.56	-	46.13	0.76	4.02	-	4.78	41.35
	1,323.46	3,321.95	-	4,645.41	58.64	106.35	-	164.99	4,480.42

2A. Intangible Assets for the year ended 31st March 2023

(₹ in Lakh)

Intangible Assets									
Software	0.61	-	-	0.61	0.33	0.12	-	0.46	0.15
	0.61	-	-	0.61	0.33	0.12	-	0.46	0.15

2B. Right to Use Assets for the year ended 31st March 2023

(₹ in Lakh)

ROU Assets									
Leasehold Land	943.34	14.13	-	957.47	2.56	9.67	-	12.23	945.24
Building Leasehold	-	249.25	-	249.25	-	119.10	-	119.10	130.15
	943.34	263.37	-	1,206.72	2.56	128.77	-	131.33	1,075.39

2 Property, Plant & Equipment for the year ended 31st March 2022

(₹ in Lakh)

Particulars	Gross Block				Depreciation				Net Block
	As at 01 st April 2021	Additions during the year	Sale / disposals during the year	As at 31 st March 2022	As at 01 st April 2021	For the Year	Sale / disposals during the year	As at 31 st March 2022	As at 31 st March 2022
Tangible Assets									
Land	40.42	0.71	-	41.13	-	-	-	-	41.13
Plant and Machinery	455.41	756.97	-	1,212.38	2.84	26.51	-	29.36	1,183.02
Furniture & Fixture	12.10	-	-	12.10	1.82	1.15	-	2.97	9.13
Computers & Peripherals	39.66	5.63	-	45.29	12.59	12.97	-	25.56	19.73
Electrical Equipment	1.55	11.02	-	12.57	0.10	0.66	-	0.76	11.81
	549.13	774.32	-	1,323.46	17.35	41.29	-	58.64	1,264.82

2A. Intangible Assets for the year ended 31st March 2022

(₹ in Lakh)

Intangible Assets									
Software	0.61	-	-	0.61	0.21	0.12	-	0.33	0.27
	0.61	-	-	0.61	0.21	0.12	-	0.33	0.27

2B. Right to Use Assets for the year ended 31st March 2022

(₹ in Lakh)

ROU Assets									
Leasehold Land	-	943.34	-	943.34	-	2.56	-	2.56	940.79
	-	943.34	-	943.34	-	2.56	-	2.56	940.79

3. Capital Work In Progress

Capital Work In Progress for the year ended 31st March 2023

(₹ in Lakh)

	As at 01 st April 2022	Additions during the year	Capitalisation during the year	Net Block as at 31 st March 2023
Tangible Assets				
Construction of City Gas Distribution Network	6,152.12	9,971.49	552.37	15,571.24
(Includes Incidental Expenses during Construction of Rs. 3,840.38 as at 31 st March 2023) (Refer Note No. 42)				
Capital Stores including Material in Transit	19,775.01	24,290.59	874.90	43,190.70
	25,927.13	34,262.08	1,427.28	58,761.93
Intangible Assets				
	217.20	59.51	-	276.72
	217.20	59.51	-	276.72
	26,144.34	34,321.60	1,427.28	59,038.65

Capital Work In Progress for the year ended 31st March 2022

(₹ in Lakh)

	As at 01 st April 2021	Additions during the year	Capitalisation during the year	Net Block as at 31 st March 2022
Tangible Assets				
Construction of City Gas Distribution Network	2,554.31	3,933.70	335.88	6,152.12
(Includes Incidental Expenses during Construction of Rs. 2423.95 as at 31 st March 2022) (Refer Note No. 42)				
Capital Stores including Material in Transit	1,966.63	18,226.75	418.37	19,775.01
	4,520.94	22,160.45	754.25	25,927.13
Intangible Assets				
	21.54	195.67	-	217.20
	21.54	195.67	-	217.20
	4,542.48	22,356.11	754.25	26,144.34

Capital Work in Progress ageing Schedule (Current Year 2022-23)

(₹ in Lakh)

Particulars	Amount in Capital Work In Progress for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Project in Progress	34,262.08	22,160.45	2,339.41	-	58,761.93
Project temporarily suspended	-	-	-	-	-

**Capital Work in Progress ageing Schedule (Previous Year 2021-22)**

(₹ in Lakh)

Particulars	Amount in Capital Work In Progress for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Project in Progress	22,160.45	3,766.68	-	-	25,927.13
Project temporarily suspended	-	-	-	-	-

Intangible Asset under Development ageing Schedule (Current Year 2022-23)

(₹ in Lakh)

Particulars	Amount in Capital Work In Progress for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Project in Progress	59.51	195.67	21.54	-	276.72
Project temporarily suspended	-	-	-	-	-

Intangible Asset under Development ageing Schedule (Previous Year 2021-22)

(₹ in Lakh)

Particulars	Amount in Capital Work In Progress for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Project in Progress	195.67	21.54	-	-	217.20
Project temporarily suspended	-	-	-	-	-

There is no project capital work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan as per the Completion schedule as at 31st March 2023 and as at 31st March 2022.

4. Deferred Tax Assets (Net)

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Deferred Tax Asset	622.89	195.61
	622.89	195.61

5. Other Non Current Assets

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Advance Other than Capital Advances		
Advance to Related Parties		
- Hooking Up charges [GAIL (India) Ltd.]	472.00	472.00
	472.00	472.00

6. Inventories

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Stock in Trade		
(As Certified by the Management)		
Stock of Compressed Natural Gas (CNG)	8.92	1.94
	8.92	1.94

7. Trade Receivables

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Trade Receivables - Considered Good		
From Others	46.71	15.27
	46.71	15.27

Trade Receivable ageing schedule (Current Year 2022-23)

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of Payment						
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Not Due	Total
(i) Undisputed Trade receivable - considered good	46.71	-	-	-	-	-	46.71
(ii) Undisputed Trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivable - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivable- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivable - credit impaired	-	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-	-
Total	46.71	-	-	-	-	-	46.71

Trade Receivable ageing schedule (Previous Year 2021-22)

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of Payment						
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Not Due	Total
(i) Undisputed Trade receivable - considered good	12.99	-	-	-	-	-	12.99
(ii) Undisputed Trade receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivable - considered good	2.28	-	-	-	-	-	2.28
(v) Disputed Trade receivable- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivable - credit impaired	-	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-	-
Total	15.27	-	-	-	-	-	15.27



8. Cash and Cash Equivalents

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Balances with banks		
-In current accounts	1,066.09	111.78
-Cash In Hand (As Certified by the Management)	0.60	-
- Fixed Deposit with original Maturity less than three months	201.72	6,353.96
	1,268.41	6,465.75

9. Bank Balance other than Cash and Cash Equivalents

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Fixed Deposits with original maturity more than three months but less than twelve months	1,591.44	1,562.09
[Includes Fixed Deposits of Rs. 1454.81 Lakhs (Previous Year : Rs. 1409.11 Lakhs Under Bank Lien against Bank Guarantee)		
	1,591.44	1,562.09

10. Other Financial Assets

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Security Deposits	59.61	36.71
(Unsecured, Considered Good)		
Interest Accrued but not due	6.52	9.89
Receivable from Related Parties :-		
- GAIL (India) Ltd	203.19	-
	269.32	46.60

11. Current Tax Asset (Net)

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Tax Deducted at Source Receivable	15.43	21.63
Tax Collection at Source Receivable	24.17	19.10
	39.60	40.73

12. Other Current Assets

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
(Unsecured, Considered Good)		
Other Advances	0.58	0.49
Pre - Paid Expenses	170.73	40.82
	171.31	41.31

13. Equity Share Capital

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Authorised		
2,00,00,00,000 (Previous Year : 2,00,00,00,000) Equity shares of Rs.10 each	2,00,000.00	2,00,000.00
Issued, Subscribed & Fully Paid up		
49,77,20,000 (Previous Year : 25,90,70,000) Equity shares of Rs.10 each fully paid up in Cash	49,772.00	25,907.00
	49,772.00	25,907.00

Reconciliation of no. of Shares and amount outstanding at the end of the reporting period

(₹ in Lakh)

Particulars	As at 31 st March 2023		As at 31 st March 2022	
	Quantity	(Rs. in Lakh)	Quantity	(Rs. in Lakh)
Equity Shares				
At beginning of the year	25,90,70,000	25,907.00	5,00,00,000	5,000.00
Equity Shares Issued during the year	23,86,50,000	23,865.00	20,90,70,000	20,907.00
Outstanding at the end of the year	49,77,20,000	49,772.00	25,90,70,000	25,907.00

(b) Terms and rights attached to the equity shares

The Company has only one class of Equity shares having face value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Holders of the equity shares are entitled to receive dividends as declared from time to time. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shareholders holding more than 5 % shares in the company

(₹ in Lakh)

Particulars	As at 31 st March 2023		As at 31 st March 2022	
	Numbers	Percentage of Holding	Numbers	Percentage of Holding
GAIL (India) Ltd.	43,86,50,000	88%	20,00,00,000	77%
Greater Calcutta Gas Supply Corporation Ltd.	5,90,70,000	12%	5,90,70,000	23%

(d) Shareholding of Promoters (Current Year 2022-23)

(₹ in Lakh)

Sl. No.	Promoter Name	As at 31 st March 2023		% change during the year
		Numbers	Percentage of Holding	
1	GAIL (India) Ltd.	43,86,50,000	88%	119%
2	Greater Calcutta Gas Supply Corporation Ltd.	5,90,70,000	12%	0%

Shareholding of Promoters (Previous Year 2021-22)

(₹ in Lakh)

Sl. No.	Promoter Name	As at 31 st March 2022		% change during the year
		Numbers	Percentage of Holding	
1	GAIL (India) Ltd.	20,00,00,000	77%	700%
2	Greater Calcutta Gas Supply Corporation Ltd.	5,90,70,000	23%	136%



14. Other Equity

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Retained Earnings		
Opening Balance of Profit / (Loss)	(875.87)	(317.88)
Profit / (Loss) for the year	(1,089.40)	(382.50)
Share Issue Expenses	(2.11)	(175.49)
	(1,967.38)	(875.87)

15. Borrowings - Non Current

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Secured Loan:		
Rupee Term Loan - Punjab National Bank (Repayable in 8 years after expiry of moratorium and repayment begins from 31st March 2028. The loan carries a floating rate of interest linked to SBI 6 month MCLR + 0.51%) (Hypothecation charge in favor of Punjab National Bank on all Lands & all (both present & future) assets of the Project.)	15,586.93	-
	15,586.93	-

16. Lease Liabilities (Non Current)

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Lease Liabilities	97.64	28.52
	97.64	28.52

17. Lease Liabilities (Current)

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Lease Liabilities	78.84	-
	78.84	-

18. Trade Payables

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Trade payable to Related Parties :-		
- GAIL (India) Ltd		
- For Gas	58.42	8.57
Trade Payables to		
- Dues of Micro and Small Enterprises	-	-
- Other than Micro and Small Enterprises		
- For Gas	14.60	-
- For Expenses	319.48	155.81
- For Others	-	-
	392.50	164.38

Trade Payable ageing schedule (Current Year 2022-23)

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(I) MSME	-	-	-	-	-
(II) Others	391.73	0.77	-	-	392.50
(III) Disputed dues- MSME	-	-	-	-	-
(IV) Disputed dues- Others	-	-	-	-	-
Total	391.73	0.77	-	-	392.50

Trade Payable ageing schedule (Previous Year 2021-22)

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(I) MSME	-	-	-	-	-
(II) Others	162.70	1.68	-	-	164.38
(III) Disputed dues- MSME	-	-	-	-	-
(IV) Disputed dues- Others	-	-	-	-	-
Total	162.70	1.68	-	-	164.38

19. Other Financial Liabilities

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
To Related Parties :-		
GAIL (India) Ltd	267.10	71.46
Grater Calcutta Gas Supply Corporation Limited	-	8.68
Sundry Creditors for Capital Goods	3,067.76	9,762.49
Security Deposits	88.10	428.51
Retention Money from Contractors	1,483.81	1,640.73
	4,906.77	11,911.87

20. Other Current Liabilities

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Statutory Liabilities	120.42	46.06
Other Liabilities	-	0.08
	120.42	46.14

21. Provisions

(₹ in Lakh)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Provision for Expenses	97.46	9.47
	97.46	9.47



22. Revenue from Operations

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Sale of Products		
- Compressed Natural Gas	1,098.73	101.94
	1,098.73	101.94

23. Other Income

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Interest Income	149.91	111.77
Application Fees Received	1.23	-
Other Misc Income	139.87	-
	291.02	111.77

24. Purchase of Stock In Trade

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Purchase of Natural Gas	857.73	36.19
Gas Compression Service	159.06	16.43
Transportation of Gas	324.71	66.96
Pipe Line Transmission Charges	1.52	-
	1,343.02	119.57

25. Changes in Inventories of Stock in Trade

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Opening Stock of Stock in Trade		
Compressed Natural Gas (CNG)	1.94	0.36
Closing Stock of Stock in Trade		
Compressed Natural Gas (CNG)	8.92	1.94
Decrease / (Increase) in Stock	(6.98)	(1.58)

26. Excise Duty

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Excise Duty	144.19	12.89
	144.19	12.89

27. Employee Benefit Expenses

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Employee Cost	401.45	327.98
Fixed Term Employment Expenses	2.83	-
Staff Welfare Expenses	5.08	7.22
	409.36	335.20

28. Finance Cost

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Interest on Lease Liability	6.04	0.58
	6.04	0.58

29. Other Expenses

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Advertisement Expenses	13.35	-
Operation and Maintenance Services	198.04	51.57
Safety Health Environment Services	10.24	8.65
Forecourt Management Service	26.76	-
CNG Station Facility Charges	17.58	1.68
Trade Margin Expense	-	2.28
Commission for CNG Sales	0.36	-
Contractual Manpower	85.91	27.20
Insurance Expenses	279.28	0.09
Marketing Expenses	2.93	14.30
Statutory Audit Fees	2.36	1.30
Internal Audit Fees	0.52	0.47
Tax Audit Fees	0.24	-
Secretarial Audit Fees	0.25	0.41
Board Meeting Expenses	18.41	5.19
Computer Accessories & Maintenance	1.55	5.48
Electricity Charges	44.11	7.90
Office Rent	4.35	37.43
Printing & Stationery	11.18	8.86
Professional Fees	12.38	18.40
Retainership Expenses	19.91	19.96
Housekeeping & Pantry Expenses	7.31	-
Repair and Maintenance	0.87	-
Security Charges	14.45	4.93
Telephone and Internet Expenses	7.42	2.52
Vehicle Hire Charges	39.02	40.12
Travelling Expenses	18.49	5.08
Out of pocket Expenses (Auditors)	0.77	-
Miscellaneous Expenses	30.56	17.37
	868.59	281.18



29.1 Payment to Auditors

(₹ in Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Statutory Audit Fees	1.48	1.30
Tax Audit Fee	0.24	-
Limited Review Fees	0.89	-
Out of pocket Expenses (Auditors)	0.77	-
	3.36	1.30

- 30.** During the year ended 31st March 2023, the company recruited employees under the Fixed Term Employment (FTE) on the role of the company.

Provident Fund:

The Company has paid a contribution of Rs. 0.07 Lakhs (Previous Year: NIL) to the regulatory authorities at predetermined fixed percentage of eligible employees salary and charged the same to Statement of Profit and Loss/CWIP.

Further, the employees in various capacities are also deputed in the company by the Holding/Associate companies and the Salary and Allowances payment of employees deputed in company are being paid by their respective Holding/Associate companies and accounted for through debit notes / advices / invoices raised. The provisions in respect of employees benefits and disclosures requirements in terms of IND AS 19 has not been provided for the deputed employees in accounts as the same has been complied by the Holding/Associate Companies.

31. Contingent Liabilities and Commitments

Capital Commitment

The estimated amount of contracts over Rs. 5 lacs amounting to Rs.1196.10 Crores (Previous Year: Rs.1,196.42 Crores) are remaining to be executed on capital accounts and not provided for.

- 32.** The employees working in the various disciplines have been identified as working for (a) project activities and/or (b) operation activities. Therefore, the employee cost and travelling expenses, pertaining to those employees engaged directly in project activities, are directly charged to project activities. Further the depreciation on account of ROU Land has been charged to project activities. Whereas, employee cost, travelling expenses and vehicle hire charges pertaining to those employees which have been engaged in both of the aforesaid activities, are charged to project activities and operation activities in the ratio of 7:3 on best judgement basis and accounted for accordingly. Expenses related to Lease Rent, Security & Housekeeping Charges, Health & Safety, Call Centre Services, PC Hire Charges, QRV Implementation etc. incurred for both project and operation have been allocated to Incidental Expenditure during the Construction (IEDC) and Statement of Profit & Loss in the ratio of 7:3 on best judgement basis. All other expenses are charged to Statement of Profit & Loss.

33. Disclosure as per Ind AS 23 on 'Borrowing Cost':

The company has taken a new Interim Term Loan facility from Punjab National Bank of Rs. 15,586.93 Lakhs for the project out of the total Interim sanction of Rs. 23,053 Lakhs. The borrowing costs allocated towards Capital Work in Progress during the year were Rs. 577.94 Lakhs.

34. Registration of Charges with Registrar of Companies (ROC):

During the financial year 2022-23, a charge was created in favor of Punjab National Bank for an Interim Rupee Term Loan facility sanctioned for Rs. 23,053 Lakhs and a charge for Rs. 2,96,824 Lakhs was created in favor of Catalyst Trusteeship Limited for a sanctioned RTL facility from the consortium of 6 banks.

The charges were created within statutory timelines and no charge creation is pending.

35. Related Party Disclosures

(a) List of Related Parties

(i) Key Management Personnel

Key Management Personnel Designation	Name of Incumbent
Chairman and Director	Sh. Rakesh Kumar Jain
Director	Sh. Kumar Shanker
Director	Sh. Atul Kumar Tripathi
Director	Sh. Karnati Ram Mohan Rao
Director	Sh. Srinivasarangachariar Sampath
Director	Sh. Goutom Chakraborty
Director	Sh. Biswanath Chakraborty
Director	Smt. Sunrita Hazra
Chief Executive Officer	Sh. S. Bairagi
Chief Financial Officer	Sh. P K Ray (upto - 27 th January 2023)
Chief Financial Officer	Sh. Arijit Banik (w.e.f. 28 th January 2023)
Company Secretary	Sh. Gyanendra Singh
Key Managerial Person*	Sh. Sandip Mondal (w.e.f. 27 th January 2023)
Key Managerial Person*	Sh. Pralay Patra (w.e.f. 27 th January 2023)
Key Managerial Person*	Sh. Bhuban Sonowal (w.e.f. 27 th January 2023)

*Has been appointed as KMPs vide Board Resolution dated 27th January 2023.

(ii) Companies

Name of Company	Relation
GAIL (India) Ltd.	Holding Company
Greater Calcutta Gas Supply Corporation Ltd.	Associate Company

(b) Transaction with Related Parties

(₹ In Lakh)

Name of Related Party	For the year Ended 31 st March 2023 Amount (₹)	For the Year Ended 31 st March 2022 Amount (₹)
GAIL (India) Ltd.		
(i) Issue of Share Capital	23,865	17,500
(ii) Services Received for – Deputation of Employees	964.94	822.52
(iii) Services Received for – Reimbursement of Expenses	75.34	71.06
(iv) Purchase of CBM and Compression Services	1120.53	67.46
(v) Sale of Store Items	627.38	-
(vi) Hooking - Up Facility	-	472.00
(vii) Security Deposit	3.00	-
(viii) Amounts Receivable	203.19	-
(ix) Amounts Payable	325.52	80.03



Name of Related Party	For the year Ended 31 st March 2023 Amount (₹)	For the Year Ended 31 st March 2022 Amount (₹)
Greater Calcutta Gas Supply Corporation Ltd.		
(i) Issue of Share Capital	-	3,407
(ii) Services Received for – Deputation of Employees	17.99	16.97
(iii) Amounts Payable	-	8.68
Sh. Gyanendra Singh		
(i) Remuneration	6.70	6.14

(c) Terms and Conditions of transactions with related parties

Transactions with related parties are made on normal commercial terms and conditions and at arm's length price.

36. Earnings Per Share

Basic and diluted earnings / (loss) per share is calculated by dividing the profit / (loss) during the year attributable to equity shareholders of the Company by the weighted number of equity shares outstanding during the year

(₹ In Lakh)

Particulars	For the Year Ended 31 st March 2023	For the Year Ended 31 st March 2022
Profit / (Loss) after tax attributable to equity shareholders	(1,089.40)	(382.50)
Weighted average number of equity shares outstanding during the period	4199.68	1230.90
Nominal Value per Share (In Rs.)	10.00	10.00
Basic and Diluted earnings / (loss) per share (In Rs.)	(0.26)	(0.31)

37. Financial instruments – Fair values and risk management

(a) Financial instruments – by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

(i) As at 31st March 2023

(₹ in Lakh)

Particulars	Carrying Value				Fair Value Measurement Using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial Assets							
Current							
Trade Receivables	-	-	46.71	46.71	-	-	-
Cash and Cash Equivalents							
- Balances With Bank	-	-	1066.09	1066.09	-	-	-
- Cash In Hand	-	-	0.60	0.60			

(₹ in Lakh)

Particulars	Carrying Value				Fair Value Measurement Using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
- Deposits with original maturity of less than 3 months	-	-	201.72	201.72	-	-	-
Balances other than cash and cash equivalents	-	-	1591.44	1591.44	-	-	-
Other financial assets	-	-	269.32	269.32	-	-	-
Total	-	-	3175.87	3175.87	-	-	-
Financial liabilities							
Non – Current							
Long Term Borrowings - Floating			15,586.93	15,586.93			
Lease Liabilities	-	-	97.64	97.64	-	-	-
Current							
Lease Liabilities			78.84	78.84			
Trade Payables							
- Other than MSME	-	-	392.50	392.50	-	-	-
Other financial liabilities	-	-	4,906.77	4,906.77	-	-	-
Total	-	-	21,062.68	21,062.68	-	-	-

(ii) As at 31st March 2022

(₹ in Lakh)

Particulars	Carrying Value				Fair Value Measurement Using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial Assets							
Current							
Trade Receivables	-	-	15.27	15.27	-	-	-
Cash and Cash Equivalents							
- Balances With Bank	-	-	111.78	111.78	-	-	-
- Deposits with original maturity of less than 3 months	-	-	6,353.96	6,353.96	-	-	-
Balances other than cash and cash equivalents	-	-	1,562.09	1,562.09	-	-	-
Other financial assets	-	-	46.60	46.60	-	-	-
Total	-	-	8,089.71	8,089.71	-	-	-

(₹ in Lakh)

Particulars	Carrying Value				Fair Value Measurement Using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial liabilities							
Non – Current							
Lease Liabilities	-	-	28.52	28.52	-	-	-
Current							
Trade Payables							
- Other than MSME	-	-	164.38	164.38	-	-	-
Other financial liabilities	-	-	11,911.87	11,911.87	-	-	-
Total	-	-	12,104.77	12,104.77	-	-	-

Note:

- The carrying cost of Interest-bearing Loans & Borrowings is approximately equal to their Fair Market Value.
- The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets and liabilities, approximate to the fair values, due to their short-term nature.

(b) Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk;
- Market risk - Foreign exchange; and
- Market risk - Interest rate

Risk management framework

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed by the Management periodically to reflect changes in market conditions and the Company's activities.

38. Due to / from Sundry Parties

Balances due to and due from sundry parties, balances of deposits, financial liabilities & current assets are subject to Confirmation. The component of capital work in progress is lying with the third party are subject to confirmation.

39. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006")

(₹ in Lakhs)

Sl. No.	Particulars	2022 – 23	2021 - 22
1	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	Nil	Nil

(₹ in Lakhs)

Sl. No.	Particulars	2022 – 23	2021 - 22
2	The amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act.	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	Nil	Nil

The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the company.

40. Company as Lessee (Disclosure as per Ind AS 116)

a) Lease Liabilities

(i) Reconciliation of Lease Liabilities

(₹ in Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Opening Balance	28.51	-
Additions during the year	263.37	28.52
Lease Liabilities paid during the year	115.41	0.01
Closing Balance	176.47	28.51

(ii) Cash outflow for leases during the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Principal Portion of Lease Liability	115.41	0.01
Interest Portion of Lease Liability	14.65	0.57
Expense relating to short-term leases	14.51	-
Expense relating to low value leases	-	-

b) Right of Use Assets

(₹ in Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Opening Balance	940.79	-
Add : Additions during the year	263.37	943.34



(₹ in Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Less : Deletions during the year	-	-
Less : Depreciation for the year	128.77	2.56
Closing Balance	1075.39	940.79

c) Amounts recognised in Statement of Profit & Loss

(₹ in Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Depreciation on right-of-use assets	35.73	2.56
Interest expenses on lease liabilities	6.05	0.57
Expenses relating to short-term leases	4.35	-
Expenses relating to low value assets leases	-	-
Variable lease payments	-	-

41. Disclosure of Ratios

The Ratios prescribed in Schedule – III of Companies Act, 2013 for the financial year 2022 – 2023 and explanation regarding the major changes exceeding 25% from the preceding year is as per Annexure – I attached.

42. Allocation of Project Related Expenses to Capital Work In Progress

(₹ in Lakhs)

Particulars	As at 31 st March 2023	As at 31 st March 2022
Project Validation Expenses	256.85	266.99
Employee Cost	2,148.26	1,408.19
Vehicle Hire Charges	233.78	122.49
Travelling Expenses	43.84	24.87
Office & Warehouse Rent	866.42	384.11
Bank Guarantee Fee	27.42	19.81
Advertisement	23.60	24.52
Fee and Other Charges	32.92	22.62
Workshop Expenses	0.44	0.46
Insurance Charges	-	80.42
Health & Safety	61.52	34.03
Call Centre Services	14.00	6.54
PC Hire Charges	2.93	1.05
Camp Office Expenses	0.84	-
Warehouse Repairs	7.76	-
Security & Housekeeping	61.42	11.50
QRV Implementation	58.38	16.35
Total	3,840.38	2,423.95

43. Previous Year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.



For VIMAL & SEKSARIA
Chartered Accountants
[Firm Registration No. : 319194 E]

Sd/-
Ritesh Vimal
Partner
[Membership No. : 061327]
UDIN : 23061327BGXSVG5020

Dated : 03.05.2023
Place: Kolkata

Sd/-
(G. Singh)
CS
PAN - COKPS6727L

Sd/-
(Sunrita Hazra)
Director
DIN - 3087356

Sd/-
(Arijit Banik)
CFO
PAN - AFYPB3722R

For and on behalf of Board

Sd/-
(S. Bairagi)
CEO
PAN - ABIPB7009H

Sd/-
(R K Jain)
Chairman
DIN - 8788595

BENGAL GAS COMPANY LIMITED

Annexure - I annexed to Note No. 41 of the Notes on Accounts

Disclosure of Ratios as per Schedule III

Sl. No.	Particulars		2022-23	2021-22	Variation in %
1	Current Ratio				
a)	Current Assets - Inventories + Financial Assets + Other Current Assets + Current Tax Assets	Current Assets	3,395.69	8,173.69	
b)	Current Liabilities - Lease Liabilities + Trade payables + Other Financial Liabilities + Other Current Liabilities + Provisions	Current Liabilities	5,596.00	12,131.86	
		Current Ratio	0.61	0.67	9.93%
2	Debt - Equity Ratio				
a)	Debt - Borrowings	Debt	15,586.93	-	
b)	Equity - Equity Share Capital + Other Equity	Equity	47,804.62	25,031.13	
		Ratio	33%	-	-
3	Debt Service Coverage Ratio (DSCR)				
a)	Earning for Debt Service - Net Profit after Tax + Non Cash Operating Expenses viz. Depreciation & other amortization + Interest + Other adjustment like loss on sale of fixed assets	Earning for Debt Service	(932.55)	(337.96)	
b)	Debt Service - Interest and Lease payments + Principal Repayment	Debt Service	330.94	0.59	
		DSCR Ratio	-282%	-57688%	-99.51%
4	Return on Equity (ROE)				
a)	PAT - Profit after Taxes	PAT	(1,089.40)	(382.50)	
b)	Net Worth - Equity Share Capital + Other Equity	Net Worth	47,804.62	25,031.13	
		Ratio	-2.28%	-1.53%	49.13%
5	Inventory Turnover Ratio				
a)	COGS - Opening Stock + Purchase - Closing Stock	COGS	1,336.04	117.99	
b)	Average Inventory of Gas - (Opening inventory + Closing Inventory)/2	Average Inventory	5.43	1.15	
		Ratio	246.20	102.82	139.45%
6	Trade Receivables Turnover Ratio				
a)	Net Credit Sale - Sale of Gas	Sales	1,098.73	101.94	
b)	Average Receivables - (Opening Receivables + Closing Receivables)/2	Average Receivable	30.99	7.74	
		Ratio	35.46	13.17	169.12%
7	Trade Payable Turnover Ratio				
a)	Net Credit Purchase - Purchase of Gas	Credit Gas Purchase	1,343.02	119.57	

Sl. No.	Particulars		2022-23	2021-22	Variation in %
b)	Average Trade Payables for Gas Purchase - (Opening Trade Payables + Closing Trade Payables)/2	Average Trade Payable	78.03	40.47	
		Ratio	17.21	2.95	482.54%
8	Net Capital Turnover Ratio				
a)	Net Sales - Sale of Gas	Sales	1,098.73	101.94	
b)	Working Capital - Current Assets - Current Liabilities	Working Capital	(2,200.30)	(3,958.17)	
		Ratio	(0.49935)	(0.02575)	1838.96%
9	Net Profit Ratio				
a)	Net Profit - Net Profit after Taxes	Net Profit	(1,089.40)	(382.50)	
b)	Turnover - Sales	Turnover	1,098.73	101.94	
		Ratio	-99.15%	-375.23%	73.58%
10	Return on Average Capital Employed: EBIT/Capital Employed (ROCE)				
a)	EBIT- PBT +/- Exceptional Items + Net Finance Charges	EBIT	(1,510.64)	(577.53)	
b)	Capital Employed - Equity Share Capital + Other Equity+ Long Term Borrowings	Equity	63,391.55	25,031.13	
		Ratio	(0.02)	(0.02)	3.28%
11	Return on Investment (ROI)				
a)	PAT - Profit After Tax	PAT	(1,089.40)	(382.50)	
b)	Capital Employed - Equity Share Capital + Other Equity+ Long Term Borrowings	Capital Employed	63,391.55	25,031.13	
		Ratio	-1.72%	-1.53%	12.46%

Explanation/Remarks for Major Change (exceeding 25%)

- 1 The ratios mentioned in Point No. 2 & 3 are not comparable with the previous year since the company has taken Debts / Borrowings in the current financial year i.e. 2022-23.
- 2 The Turnover ratios mentioned in point no. 5 to 8 are not comparable with the ratios of the previous year, as the company is into initial period of operations. Hence there is a massive increase in the turnover and operational volumes as compared to previous year.
- 3 The net loss %age and return on equity of the company as compared with previous year has decreased due to massive increase of the operational volumes. So, ratios mentioned in Point No. 4 & 9 are not comparable with the previous year.



Comments of C&AG





DGA(E)/REP/01-17/AG/1BGCL/2023-24/913786.

भारतीय लेखापरीक्षा और लेखा विभाग
कार्यालय महा निदेशक लेखापरीक्षा (ऊर्जा)
नई दिल्ली

INDIAN AUDIT & ACCOUNTS DEPARTMENT
Office of the Director General of Audit (Energy)
New Delhi



Dated: 7/7/23

सेवा में,
अध्यक्ष,
बंगाल गैस कंपनी लिमिटेड,
कोलकाता।

महोदय,


विषय:- 31 मार्च 2023 को समाप्त वर्ष के लिए बंगाल गैस कंपनी लिमिटेड, कोलकाता के लेखाओं पर कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

में, बंगाल गैस कंपनी लिमिटेड, कोलकाता के 31 मार्च 2023 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ अद्योचित कर रहा हूँ।

कृपया इस पत्र की संलग्नकों सहित प्राप्त की पावती भेजी जाए।

भवदीय,

संलग्नक:- यथोपरि।


(संजय कु. झा)
महानिदेशक

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL
STATEMENTS OF BENGAL GAS COMPANY LIMITED FOR THE YEAR ENDED 31
MARCH 2023**

The preparation of financial statements of Bengal Gas Company Limited for the year ended 31 March 2023 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 03 May 2023.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Bengal Gas Company Limited for the year ended 31 March 2023 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditor and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to the statutory auditor's report under section 143(6)(b) of the Act.

**For and on behalf of the
Comptroller & Auditor General of India**



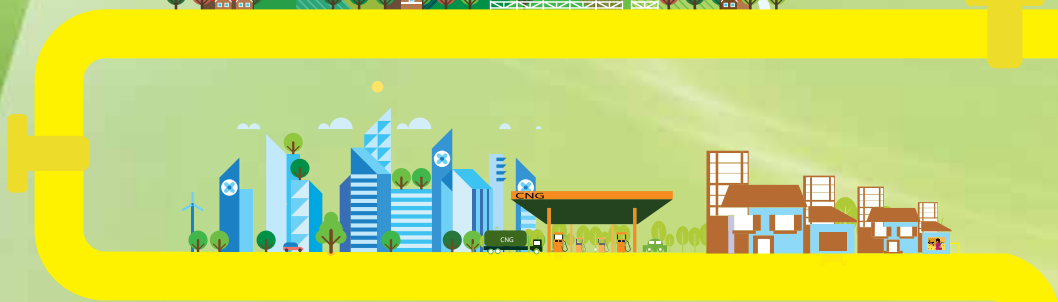
**(Sanjay K. Jha)
Director General of Audit (Energy)
New Delhi**

Place: New Delhi

Dated: 07/07/2023



Notice of the AGM



BENGAL GAS COMPANY LIMITED**(A JV Company of GAIL & GCGSCL)**

CIN U40300WB2019GOI229618

1st Floor, Finance Centre, CBD Action Area-IIB, New Town, Kolkata-700161

Website: www.bgcl.co.in; Email: info@bgcl.co.in

Telephone No. 033-23248078

NOTICE OF THE 4th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that **4th Annual General Meeting of the Members of the Company** will be held on **29th September 2023 at 04.30 P.M. (IST)** in **physical mode/through two-way video conferencing** in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India for transacting the following businesses:

A. ORDINARY BUSINESSES:

- 1) To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2023 and the Report of the Board of Directors and that of the Statutory Auditors together with the Comments of the Comptroller & Auditor General of India, thereon, and to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT Audited Financial Statement of the Company for the financial year ended 31st March 2023 and the Report of the Board of Directors and that of the Statutory Auditors together with the Comments of the Comptroller & Auditor General of India thereon be and are hereby received, considered and adopted.

- 2) To appoint a Director in place of Shri Atul Kumar Tripathi (DIN No. 08531893) who retires by rotation and being eligible, offers himself for re-appointment and to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT Shri Atul Kumar Tripathi (DIN No. 08531893) be and is hereby re-appointed as Director of the Company liable to retire by rotation.

- 3) To appoint a Director in place of Shri S. Sampath (DIN No. 09531549) who retires by rotation and being eligible, offers himself for re-appointment and to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT Shri S. Sampath (DIN No. 09531549) be and is hereby re-appointed as Director of the Company liable to retire by rotation.

- 4) To authorize the Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company in terms of the provisions of Section 142 of the Companies Act, 2013 and other applicable provisions, if any, and to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Statutory Auditors of the Company to be appointed by the Comptroller & Auditor General of India for the Financial Year 2023- 24.

B. SPECIAL BUSINESS(ES):

5. To appoint Sh. Sanjay Kumar (DIN No. 08346704) as Nominee Director and Chairman of the Board and in this regard to consider and, if thought fit, to pass the following resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT Sh. Sanjay Kumar (DIN No. 08346704) who was appointed as Additional (Nominee) Director w.e.f. 04th July 2023 by the Board of Directors of the company pursuant to the nomination received from GAIL (India) Limited vide its letter dated July 03, 2023, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act 2013 and the Articles of Association of the company, be and is hereby appointed as Nominee Director and Chairman of the Board pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Act and rules made thereunder; and shall not be liable to retire by rotation.

6. To appoint Sh. Shaligram Mowar (DIN No. 10161803) as Nominee Director on the Board of the company and in this regard to consider and, if thought fit, to pass the following resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT Sh. Shaligram Mowar (DIN No. 10161803) who was appointed as Additional (Nominee) Director w.e.f. 12th May 2023 by the Board of Directors of the company pursuant to the nomination received from GAIL (India) Limited vide its letter dated May 04, 2023, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act 2013 and the Articles of Association of the company be and is hereby appointed as Nominee Director on the Board of the company pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Act and rules made thereunder; and shall be liable to retire by rotation.

7. To appoint Sh. Supriya Halder (DIN No. 08452845) as Nominee Director on the Board of the company and in this regard to consider and, if thought fit, to pass the following resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT Sh. Supriya Halder (DIN No. 08452845) who was appointed as Additional (Nominee) Director w.e.f. 12th May 2023 by the Board of Directors of the company pursuant to

the nomination received from GAIL (India) Limited vide its letter dated May 04, 2023, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act 2013 and the Articles of Association of the company, be and is hereby appointed as Nominee Director on the Board of the company pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Act and rules made thereunder; and shall be liable to retire by rotation.

8. To appoint Sh. Sanjay Agarwal (DIN No. 010159903) as Nominee Director on the Board of the company and in this regard to consider and, if thought fit, to pass the following resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT Sh. Sanjay Agarwal (DIN No. 010159903) who was appointed as Additional (Nominee) Director w.e.f. 12th May 2023 by the Board of Directors of the company pursuant to the nomination received from GAIL (India) Limited vide its letter dated May 04, 2023, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act 2013 and the Articles of Association of the company, be and is hereby appointed as Nominee Director on the Board of the company pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Act and rules made thereunder; and shall be liable to retire by rotation.

By **Order of the Board of Directors,**

Sd/-

(Gyanendra Singh)
(Company Secretary)

Date: 12.09.2023
Place: Registered Office, Kolkata

BENGAL GAS COMPANY LIMITED

(A JV Company of GAIL & GCGSCL)

CIN U40300WB2019GOI229618

1st Floor, Finance Centre, CBD Action Area-IIB, New Town, Kolkata-700161

Website: www.bgcl.co.in; Email: info@bgcl.co.in

Telephone No. 033-23248078

Notes:

**** The Meeting is proposed to be convened and held at **SHORTER NOTICE**. The consent form pursuant to section 101(1) of the Companies Act 2013 for holding the meeting at shorter notice is annexed to this notice. The meeting will be held if the consent is received from not less than 95% of the members entitled to vote thereat.

Notes:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to clarification on holding of annual general meeting ('AGM') through video conferencing ('VC') or other audio visual means ('OAVM') read with General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' and General Circular No.02/2021 dated January 13, 2021 and General Circular No. 10/2022 dated 28.12.2022 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM'/'the Meeting') through VC/OAVM, without the physical presence of the Members at a common venue.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
4. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
5. The deemed venue for the AGM will be the Registered Office of the Company.
6. Attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of quorum under section 103 of Companies Act 2013.
7. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members by participating through VC facility and voting shall be done in accordance with the requirements of the aforesaid Circulars which provides that if the number of members present in a meeting is less than 50, the Chairman may decide to conduct a vote by show of hands unless a demand for poll is made by any member in accordance with the requirements of Section 109 of the Act.
8. To facilitate the smooth conduct of voting on Poll, if demanded in accordance with the requirements of Section 109, members are required to convey their vote at cs@bgcl.co.in

9. Corporate members are required to send to the Company a certified copy of the Board Resolution at **cs@bgcl.co.in** pursuant to section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting. A person authorised by resolution under Section 113(1) of the Companies Act, 2013, shall be entitled to exercise the same rights and powers, including the right to vote by proxy, on behalf of the body corporate which he/she represents.
10. All documents referred to in the accompanying Notice shall be open for inspection at the Registered

Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days between Monday and Friday of every week, up to and including the date of the Annual General Meeting of the Company.

11. The link to attend the AGM and/or any other instructions will be shared, separately, via email before the meeting for the convenience of the members.

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EXPLANATORY STATEMENTS AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT 2013

Agenda No. 5.

In exercise of the powers conferred by Clause 149 read with 151 of the Articles of Association of the company, GAIL vide its letter dated 03rd July 2023 nominated Sh. Sanjay Kumar, Director (Marketing)- GAIL as a Nominee Director & Chairman of the company w.e.f. 04th July 2023. He was appointed by the Board of the company as Additional (Nominee) Director to hold office upto the date of this Annual General Meeting.

Sh. Sanjay Kumar is a graduate in Mechanical Engineering from IIT Kharagpur and also holds an MBA degree. He joined GAIL in 1988 and is presently holding the position of Director (Mktg.) at GAIL. He was also the Managing Director of Indraprastha Gas Limited. Except Bengal Gas Company Limited, he is a Director in one more Indian Company which is GAIL (India) Limited.

He does not hold any shares in the Company and is not related to any Director or other key managerial personnel of the Company.

Your Directors recommend the resolution for his appointment as Nominee Director not liable to retire by rotation, for approval of the shareholders. None of the

Brief Profile is provided as under:

Sh. Shaligram Mowar	Sh. Supriya Halder	Sh. Sanjay Agarwal
<p>An Instrumentation Engineering Graduate from IIT, Kharagpur and PGDBA in Operations & Finance Management, is having rich and diverse experience of nearly 34 years with GAIL (India) Limited.</p> <p>At present, he is leading GAIL-Southern Region as Executive Director O&M and Zonal In-charge & looking after O&M, Marketing & Project activities in the region.</p>	<p>Shri Supriya Halder is a graduate in Mechanical Engineering from Motilal Nehru National Institute of Technology, Allahabad and also holds an MBA degree. He has a rich and diverse experience over 31 years with GAIL.</p> <p>As Managing Director of Maharashtra Natural Gas Limited (MNGL), Pune, he was instrumental in turn around of the organization.</p>	<p>Is a Chemical Engineering Graduate from IIT, BHU, Varanasi in year 1990. He started his career as Graduate Engineer Trainee in Gas Authority of India Limited (now GAIL India Limited) in 1990 when the Gail was installing its first Gas Processing Plant at Vijaipur, Guna.</p> <p>Presently, he is working as Executive Director (Training) at GAIL Training Institute.</p>

Directors, key managerial personnel or their relatives, except Shri Sanjay Kumar is interested in this resolution.

Agenda No. 6 to 8.

In exercise of the powers conferred by Clause 149 read with 151 of the Articles of Association of the company, GAIL vide its letter dated 04th May 2023 nominated Sh. Shaligram Mowar, Sh. Supriya Halder and Sh. Sanjay Agarwal all holding Senior Management Positions in GAIL as a Nominee Director of the company. The nominees were appointed by the Board of the company as Additional (Nominee) Director w.e.f. 12th may 2023 to hold office upto the date of this Annual General Meeting.

None of the Directors to be appointed hold any shares in the Company and is not related to any Director or other key managerial personnel of the Company.

Your Directors recommend the resolution for their appointment as Nominee Director liable to retire by rotation, for approval of the shareholders. None of the Directors, key managerial personnel or their relatives, except the concerned Directors, to be appointed, are interested in the respective resolutions approving their appointment.

He doesn't hold any other Directorship in other Companies.	Presently, he is heading the GAIL's Contract and Procurement Deptt. as Executive Director. He doesn't have hold office as Director in any other company.	He doesn't hold any other Directorship in other Companies.
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Date: 12.09.2023

Place: Registered Office,
1st Floor, Block A, Finance Centre,
CBD, Action Area II B, New Town,
Kolkata- 700161

By **Order of the Board of Directors**

Sd/-
(Gyanendra Singh)
(Company Secretary)



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Telephone No. 033-23248078

PROXY FORM

Name of the Member(s): _____
Registered Address: _____
Email: _____
Folio No./Client ID: _____ DP ID: _____

I/We, being the member (s) of _____ shares of the Bengal Gas Company Limited, hereby appoint:

- Name: _____ Address: _____
Email: _____ Signature: _____ OR failing him
- Name: _____ Address: _____
Email: _____ Signature: _____ OR failing him
- Name: _____ Address: _____
Email: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 04th Annual General Meeting of the Company, to be held on Friday, 29th September 2023 at 4:30 P.M at the Registered Office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions Nos.:

1 _____ 2 _____ 3 _____ 4 _____
5 _____ 6 _____ 7 _____ 8 _____

Signed this _____ day of _____ 2023.

Signature of Shareholder _____ (Affix Revenue Stamp)

Signature of Proxy Holder(s) _____

Note: This form of Proxy in order to be effective should be duly completed, stamped as per applicable laws, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled, are invalid.

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CONSENT BY MEMBERS FOR SHORTER NOTICE

(Pursuant to Section 101(1) of the Companies Act, 2013)

To,
The Board of Directors,
Bengal Gas Company Limited,
Kolkata-700161.

Dear Sirs/Madam,

I/We_____shareholder of Bengal Gas Company Limited holding_____nos. of equity shares of Rs. 10/- each hereby give my/our consent pursuant to Section 101(1) of the Companies Act, 2013 for transacting the business(es) mentioned in the Notice of the **4th Annual General Meeting** to be held on Friday, **29th September 2023** at Shorter Notice or any adjournment thereof.

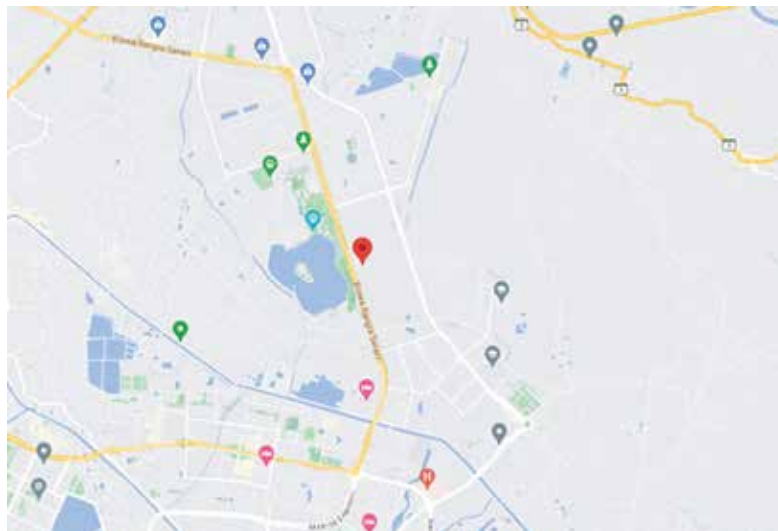
Yours faithfully,

Signature:

Name:

Folio No./DP & Client ID:

Date:





REGISTERED OFFICE :

BENGAL GAS COMPANY LIMITED

CIN: U40300WB2019GOI229618

1st Floor, Block A, Finance Centre CBD, Action Area II B, New Town,
Kolkata, North 24 Parganas, WB- 700161

Email: info@bgcl.co.in Website: www.bgcl.co.in